

222 West Washington Avenue
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53226-3282
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Fax 414.982.2889
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49720

Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

July 13, 2016
Invoice No. 1183422 (GLCW000)

COVER SHEET

For Legal Services Rendered through 06/30/16

CLIENT: 027339 - City of Waukesha
MATTER: 000001 - Water Diversion Project

Current Services (see details)

\$5,645.00

Current Expenses (see details)

\$71.28

Total for Services and Expenses

\$5,716.28

Previous Balance

\$11,275.00

Payments & Credits Since Last Bill

(\$7,177.50)

Amount Due

~~\$9,813.78~~

Legal Services for FWS

GLCW0003 10 SUB

Per Donna S.

3160.64 RF

2555.64 WS

OK

DSB

7/27/16

PO 316037

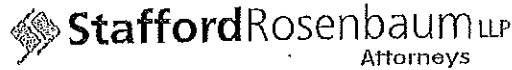
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NOTICE REGARDING PAYMENT FROM CLIENT TRUST FUNDS ACCOUNT:

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

July 13, 2016
Invoice No. 1183422
Client: 027339

Re: 000001 - Water Diversion Project

Professional Services

Date		Services	Rate	Hours	Amount
06/01/16	VDW	Research and draft memo regarding appeal of Council decision and procedure for obtaining an injunction.	200.00	1.00	200.00
06/02/16	VDW	Research and draft memo regarding appeal of council decision and procedure for obtaining an injunction.	200.00	2.50	500.00
06/03/16	VDW	Continue to research and draft memo regarding appeal of council decision and injunction procedures.	200.00	2.40	480.00
06/03/16	VDW	Research and draft memo regarding Council's discretion to deny application.	200.00	1.50	300.00
06/05/16	PGK	Outline litigation options under compact provisions.	275.00	0.80	220.00
06/06/16	VDW	Continue to work on memo regarding Council discretion to deny diversion request.	200.00	0.40	80.00
06/06/16	PGK	Review and revise memo on litigation options.	275.00	1.10	302.50
06/08/16	VDW	Review and revise memo regarding appeals process.	200.00	0.90	180.00
06/08/16	PGK	Respond to Representative Mason's comments on WPDES audit.	275.00	0.20	55.00
06/09/16	PGK	Review latest email updates.	275.00	0.20	55.00

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Client Ref: 027339 - 000001
Invoice No. 1183422

July 13, 2016
Page 2

Professional Services

Date		Services	Rate	Hours	Amount
06/10/16	PGK	Participate in conference call on monitoring plan; finalize memo on legal review options.	275.00	2.00	550.00
06/13/16	PGK	Review final memo on litigation; review NWF enforcement letter response.	275.00	0.20	55.00
06/15/16	PGK	Prepare for and attend legal strategy meeting; travel from Madison to Waukesha and return (travel time discounted).	275.00	3.80	1,045.00
06/16/16	VDW	Research general compact procedures for potential guidelines for Council hearing.	200.00	0.80	160.00
06/16/16	PGK	Revise appeal process to one-page summary; follow up on research questions.	275.00	0.60	165.00
06/20/16	VDW	Review interim guidance for the Council for guidance on hearing procedures; email Mr. Kent summary of findings; conduct further research on federal law regarding implementation of compacts.	200.00	1.20	240.00
06/20/16	PGK	Respond to inquiry on findings; review email on final decision; office meeting with Ms. Wishart regarding procedures; review final amendments; conference call with Mr. Duchniak and Mr. Ebersberger regarding same.	275.00	1.40	385.00
06/21/16	VDW	Continue to research application of APA or state APA laws to compact procedure; draft memo for Mr. Kent regarding same.	200.00	1.30	260.00

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Client Ref: 027339 - 000001
Invoice No. 1183422

July 13, 2016
Page 3

Professional Services

Date	Services	Rate	Hours	Amount
06/21/16	PGK Review articles on Council approval; email follow up to Mr. Duchniak.	275.00	0.40	110.00
06/22/16	PGK Review and comment on Mayor's statement; telephone call to Mr. Duchniak regarding decision and next steps.	275.00	0.70	192.50
06/23/16	PGK Review email; respond to inquiry from Mr. Duchniak.	275.00	0.20	55.00
06/24/16	PGK Review final Compact approval/decision.	275.00	0.20	55.00

Summary of Services

		Rate	Hours	Amount
PGK	Paul G. Kent	275.00	11.80	3,245.00
VDW	Vanessa D. Wishart	200.00	12.00	2,400.00
Total for Services			23.80	\$5,645.00

Expenses

Date	Expenses	Amount
06/15/16	Mileage MSN to Waukesha - Attend legal strategy meeting w/ clients in Waukesha - Paul G. Kent	71.28
Total Expenses		\$71.28

Total for Services and Expenses

\$5,716.28

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

August 19, 2016
Invoice No. 1185047
(GLCW0003)

COVER SHEET

For Legal Services Rendered through 07/31/16

CLIENT: 027339 - City of Waukesha
MATTER: 000001 - Water Diversion Project

Current Services (see details)

\$3,952.50

Current Expenses (see details)

\$0.00

Total for Services and Expenses

\$3,952.50

Previous Balance

\$9,813.78

Payments & Credits Since Last Bill

(\$4,097.50)

Amount Due

\$9,668.78

1082.50 RF
2870.00 WS

PO316037

GLCW0003-10-SUB

Legal Services for Future
Water Supply

OK

DS

8/22/16

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

August 19, 2016
Invoice No. 1185047
Client: 027339

Re: 000001 - Water Diversion Project

Professional Services

Date		Services	Rate	Hours	Amount
07/01/16	PGK	Confirm meeting with Department of Justice; coordinate with Mr. Duchniak regarding same; review summary on appeal from Marquette professor.	275.00	0.20	55.00
07/03/16	PGK	Follow up with Mr. Duchniak on meeting with Department of Justice.	275.00	0.10	27.50
07/05/16	PGK	Prepare for and meet with Mr. Dawson (DOJ) regarding consent order status; telephone call to Mr. Duchniak regarding same.	275.00	1.20	330.00
07/06/16	PGK	Follow up with Department of Justice regarding meeting motions; prepare for and participate in conference call on water quality monitoring.	275.00	1.90	522.50
07/07/16	PGK	Review issues on Milwaukee water supply; telephone call to Mr. Duchniak regarding same.	275.00	0.20	55.00
07/08/16	PGK	Telephone call to Mr. Duchniak regarding City of Milwaukee issues.	275.00	0.20	55.00
07/13/16	PGK	Review and respond to inquiry on closed session agenda.	275.00	0.20	55.00

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Client Ref: 027339 - 000001
Invoice No. 1185047

August 19, 2016
Page 2

Professional Services

Date		Services	Rate	Hours	Amount
07/18/16	PGK	Review radium compliance document; comment on same; review and respond to comments on Racine; review water supply agreement with Oak Creek; compare to other wholesale water agreements.	275.00	2.60	715.00
07/19/16	VDW	Review APA procedures for deadlines for filing challenges.	200.00	0.80	160.00
07/19/16	PGK	Telephone call to Mr. Duchniak and Mr. Zylestra regarding radium response; telephone call to Mr. Dawson regarding submittal; update Mr. Duchniak regarding same; comment on permitting issues.	275.00	1.00	275.00
07/20/16	VDW	Continue research to confirm time limitations for filing request for hearing under APA; email Mr. Kent regarding same.	200.00	0.40	80.00
07/20/16	PGK	Review NWF statement; review research on appeal from Ms. Wishart; draft agenda for council meeting; send to Mr. Duchniak; review Oak Creek contract; make notes relative to provisions requiring discussion.	275.00	1.30	357.50
07/21/16	PGK	Telephone call to Mr. Duchniak regarding agenda for council meeting; prepare for and participate in closed session meeting by phone.	275.00	1.00	275.00
07/23/16	PGK	Provide additional comments on revised draft to Department of Justice.	275.00	0.70	192.50

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Client Ref: 027339 - 000001
Invoice No. 1185047

August 19, 2016
Page 3

Professional Services

Date		Services	Rate	Hours	Amount
07/25/16	PGK	Review revisions to memo to Department of Justice; comment on same; provide comments on latest draft; telephone call to Mr. Dawson regarding submittal date; telephone call to Mr. Duchniak regarding same.	275.00	0.90	247.50
07/26/16	PGK	Review revised draft; telephone call to Mr. Duchniak regarding same; follow up with revised language; conference call regarding monitoring plan and meeting with DNR; finalize and send radium compliance memo.	275.00	1.90	522.50
07/28/16	PGK	Respond to Mr. McClenahan on antidegradation scope status.	275.00	0.10	27.50

Summary of Services

		Rate	Hours	Amount
PGK	Paul G. Kent	275.00	13.50	3,712.50
VDW	Vanessa D. Wishart	200.00	1.20	240.00
Total for Services			14.70	\$3,952.50

Total for Services and Expenses

\$3,952.50

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

September 27, 2016
Invoice No. 1186373 (GLCW000)

COVER SHEET

For Legal Services Rendered through 08/31/16

CLIENT: 027339 - City of Waukesha
MATTER: 000001 - Water Diversion Project

Current Services (see details)

\$4,530.00

Current Expenses (see details)

\$0.00

Total for Services and Expenses

\$4,530.00

Previous Balance

\$9,668.78

Payments & Credits Since Last Bill

(\$9,668.78)

Amount Due

\$4,530.00

PO 316037

GLCW0003-10-SUB

Legal Services for Future Water
Supply

Manager Signature, OK

1632.50 RF
2897.50 WS

OK
DSB
10/3/16

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

September 27, 2016
Invoice No. 1186373
Client: 027339

Re: 000001 - Water Diversion Project

Professional Services

Date		Services	Rate	Hours	Amount
08/01/16	PGK	Review emails and comments on WPDES permit; telephone call to Mr. Duchniak regarding follow up.	275.00	0.50	137.50
08/05/16	PGK	Office meeting with Mr. Brown et al. regarding meeting with DNR on monitoring plan; telephone call to Mr. Duchniak regarding Oak Creek contract and DNR issues.	275.00	2.10	577.50
08/12/16	PGK	Telephone call to Mr. Duchniak regarding DNR and radium issues.	275.00	0.30	82.50
08/14/16	PGK	Review and comment on meeting with DNR; prepare for Oak Creek review.	275.00	0.30	82.50
08/15/16	PGK	Prepare for and meet with City on Oak Creek agreement (travel time discounted 50%)	275.00	3.50	962.50
08/17/16	PGK	Respond to inquiry on PSC comments on pump charges.	275.00	0.30	82.50
08/18/16	PGK	Office meeting with Ms. Nyffeler regarding WPDES permit.	275.00	0.10	27.50
08/19/16	PGK	Review and respond to email to Journal Sentinel.	275.00	0.30	82.50
08/22/16	VDW	Review request for hearing on diversion approval from Great Lakes and St. Lawrence Cities Initiative.	200.00	0.10	20.00

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Client Ref: 027339 - 000001
Invoice No. 1186373

September 27, 2016
Page 2

Professional Services

Date		Services	Rate	Hours	Amount
08/22/16	PGK	Review request for hearing; review and respond to email on press statement; review legal issues; respond to follow up email; discuss appeal by mayors and procedural issues.	275.00	1.90	522.50
08/23/16	PGK	Telephone call from Mr. Duchniak and Mr. McClenahan regarding hearing issues.; telephone call to Mr. Williams regarding procedures for hearing; follow up with Mr. Duchniak regarding same; review email on process.	275.00	1.70	467.50
08/24/16	PGK	Review CBC interview on legal challenge; draft agenda for DNR meeting.	275.00	0.70	192.50
08/25/16	PGK	Prepare for and attend meeting with DNR on permits.	275.00	2.40	660.00
08/26/16	PGK	Telephone call from Mr. Williams regarding DOJ and council meeting; follow up calls to Mr. Duchniak.	275.00	0.80	220.00
08/29/16	PGK	Telephone call to Mr. Williams regarding council issues; telephone calls to Mr. Duchniak regarding same.	275.00	1.20	330.00
08/30/16	PGK	Telephone call to Mr. Duchniak regarding status.	275.00	0.30	82.50

Summary of Services

		Rate	Hours	Amount
PGK	Paul G. Kent	275.00	16.40	4,510.00
VDW	Vanessa D. Wishart	200.00	0.10	20.00
Total for Services			16.50	\$4,530.00

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Invoice No. 1186373

September 27, 2016
Page 3

Total for Services and Expenses

\$4,530.00

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

October 18, 2016
Invoice No. 1187005

(GLCW0003)

COVER SHEET

For Legal Services Rendered through 09/30/16

CLIENT: 027339 - City of Waukesha
MATTER: 000001 - Water Diversion Project

Current Services (see details)

\$6,462.50

Current Expenses (see details)

\$71.28

Total for Services and Expenses

\$6,533.78

Previous Balance

\$4,530.00

Payments & Credits Since Last Bill

\$0.00

Amount Due

\$11,063.78

PO 314037

GLCW0003-10-SUB

Legal Services for Future Water
Manager Signature, OK Supply

2950.64 RF
3583.14 WE

OK
D87
10/21/16

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

October 18, 2016
Invoice No. 1187005
Client: 027339

Re: 000001 - Water Diversion Project

Professional Services

Date	Services	Rate	Hours	Amount
09/01/16 JSG	Review compact; Waukesha decision; "appeal" document.	275.00	0.90	247.50
09/02/16 PGK	Follow up with Mr. Motl on meeting; telephone call to Mr. Duchniak regarding status.	275.00	0.30	82.50
09/06/16 PGK	Email from B. Motl (DOJ) regarding meeting; telephone call to Mr. Duchniak regarding status.	275.00	0.30	82.50
09/07/16 PGK	Telephone call from Mr. Duchniak and Mayor regarding status of state response to Council, follow up call from D. Duchniak regarding Mr. Schaver, telephone call to Mr. Schaver regarding same, telephone call to Mr. Williams (DNR) (Left message).	275.00	1.40	385.00
09/08/16 PGK	Review and comment on USGS work plan.	275.00	0.30	82.50
09/09/16 PGK	Telephone call to Mr. Duchniak regarding update; telephone call to Mr. Williams regarding status of Council meeting; follow up with Mr. Duchniak; review the documents with USGS; follow up with Mr. Brown.	275.00	1.70	467.50

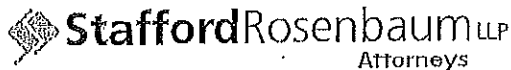
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NOTICE REGARDING PAYMENT FROM CLIENT TRUST FUNDS ACCOUNT:

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Client Ref: 027339 - 000001
Invoice No. 1187005

October 18, 2016
Page 2

Professional Services

Date		Services	Rate	Hours	Amount
09/12/16	PGK	Prepare for and attend meeting with Mr. Motl and Mr. Ross regarding radium compliance; telephone call to Mr. Duchniak regarding meeting with AG and follow up item.	275.00	2.20	605.00
09/13/16	JSG	Discussion with Mr. Kent regarding issues to be researched regarding hearing before Council.	275.00	0.20	55.00
09/13/16	JSG	Research legal issues related to hearing on diversion decision, including procedures and standards of review.	275.00	3.70	1,017.50
09/13/16	JSG	Begin drafting memo on legal issues related to municipalities' request for hearing by Council.	275.00	1.60	440.00
09/13/16	PGK	Office meeting with Mr. Greene regarding administrative law research; review JFA with USGS; follow up with Mr. Brown regarding same.	275.00	1.50	412.50
09/14/16	JSG	Complete research and drafting of memo on procedural issues related to municipalities' request for hearing before Council.	275.00	2.10	577.50
09/16/16	PGK	Contact Mr. Williams for meeting.	275.00	0.10	27.50
09/19/16	JSG	Review cities' submission to Council requesting reconsideration of Diversion decision to identify procedural issues related to request, and discuss with Mr. Kent.	275.00	1.10	302.50

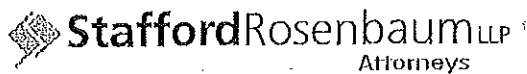
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October 18, 2016
Page 3

Professional Services

Date		Services	Rate	Hours	Amount
09/19/16	PGK	Office meeting with Mr. Greene regarding procedural issues; review memos regarding same; review letter and "brief" from Mayor group; outline issues for call; respond to inquiry on voting requirement for reconsideration; conference call Mr. Duchniak, et al. regarding Mayor group submittal and follow up; telephone call to Mr. Williams at DNR and left voice message; telephone call to Mr. Williams regarding procedure for hearing.	275.00	3.70	1,017.50
09/20/16	PGK	Telephone call to Mr. Williams regarding meeting of legal counsel.	275.00	0.30	82.50
09/21/16	PGK	Telephone call to Mr. Duchniak regarding appeal status; review and respond to email on MMSD discharge.	275.00	0.60	165.00
09/23/16	PGK	Telephone call to Mr. Taylor regarding Badger Mill Road discharge.	275.00	0.20	55.00
09/26/16	PGK	Telephone call to Mr. Williams.	275.00	0.10	27.50
09/27/16	PGK	Telephone call from Mr. Williams regarding status of appeal procedures; telephone call from Mr. Duchniak regarding same.	275.00	0.60	165.00
09/28/16	PGK	Contact Mr. Williams regarding council letter and meeting.	275.00	0.20	55.00
09/30/16	PGK	Telephone call from Mr. Williams.	275.00	0.40	110.00

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Invoice No. 1187005

October 18, 2016
Page 4

Summary of Services		Rate	Hours	Amount
JSG	John S. Greene	275.00	9.60	2,640.00
PGK	Paul G. Kent	275.00	13.90	3,822.50
Total for Services			23.50	\$6,462.50

Expenses

Date	Expenses	Amount
08/15/16	Mileage MSN to Waukesha - Paul G. Kent	71.28
Total Expenses		\$71.28

Total for Services and Expenses \$6,533.78

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

November 21, 2016
Invoice No. 1188579

(GLCW0003)

COVER SHEET

For Legal Services Rendered through 10/31/16

CLIENT: 027339 - City of Waukesha
MATTER: 000001 - Water Diversion Project

Current Services (see details)	\$10,890.00
Current Expenses (see details)	\$0.00
Total for Services and Expenses	\$10,890.00
Previous Balance	\$11,063.78
Payments & Credits Since Last Bill	(\$11,063.78)
Amount Due	\$10,890.00

PO 316339
GLCW0003-10-SUB
Legal services for
Future water supply

3492.50 RF OK
1397.50 W8 DSD
11/28/16

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

November 21, 2016
Invoice No. 1188579
Client: 027339

Re: 000001 - Water Diversion Project

Professional Services

Date		Services	Rate	Hours	Amount
10/03/16	PGK	Telephone call to Mr. Duchniak on status of appeal; review radium issue; discuss contract review.	275.00	0.40	110.00
10/04/16	PGK	Follow up on contract review.	275.00	0.10	27.50
10/06/16	PGK	Telephone call to Mr. Duchniak regarding Oak Creek, consultant contract and radium issues; follow up with Mr. Hughes.	275.00	0.60	165.00
10/11/16	PGK	Review email from Mr. Wesolowski (Franklin) regarding Oak Creek agreement; email Ms. Kobza.	275.00	0.20	55.00
10/12/16	PGK	Telephone call from Mr. Duchniak regarding inquiry on Oak Creek contract and other scheduling issues; telephone call to Ms. Kobza regarding same; send response to Mr. Wesolowski.	275.00	0.80	220.00
10/13/16	PGK	Review and forward response from Franklin.	275.00	0.20	55.00
10/14/16	CBH	Review construction management agreement.	275.00	2.30	632.50
10/17/16	CBH	Prepare for and telephone conference with City of Waukesha; review comments; work on contract.	275.00	2.00	550.00

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Client Ref: 027339 - 000001
Invoice No. 1188579

November 21, 2016
Page 2

Professional Services

Date		Services	Rate	Hours	Amount
10/17/16	PGK	Office meeting with Mr. Hughes regarding contract review; conference call with Mr. Running, Mr. Duchniak and Mr. Hughes regarding consultant contract; telephone call to Mr. Duchniak regarding Oak Creek conditions.	275.00	1.70	467.50
10/18/16	CBH	Review scope of work; work on agreement; review email from Mr. Duchniak.	275.00	1.60	440.00
10/18/16	PGK	Telephone call to Mr. Duchniak regarding Oak Creek comments.	275.00	0.20	55.00
10/19/16	CBH	Review email; telephone conference with Ms. Spieles; work on revisions to agreement.	275.00	1.00	275.00
10/19/16	PGK	Review follow up memo on radium issues for DOJ; respond to inquiry on Toledo forum; telephone call from Mr. Williams regarding status of appeal to Council; telephone call to Mr. Duchniak regarding same and other matters.	275.00	1.20	330.00
10/20/16	CBH	Prepare for and telephone conference with engineers; revise agreement telephone conference with client.	275.00	4.40	1,210.00
10/20/16	PGK	Telephone call to Mr. Duchniak regarding Toledo presentation; discuss with Mayor Reilly; office meeting with Mr. Hughes regarding termination provision.	275.00	0.60	165.00
10/21/16	JSG	Review draft EIS for overview of project.	275.00	0.80	220.00

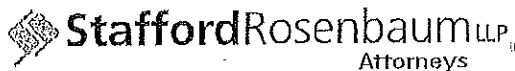
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November 21, 2016
Page 3

Professional Services

Date		Services	Rate	Hours	Amount
10/21/16	CBH	Exchange email; work on agreement; telephone conferences; revise agreement.	275.00	2.50	687.50
10/21/16	PGK	Review termination provision; send email analysis to Mr. Hughes regarding permit litigation impacts.	275.00	0.60	165.00
10/23/16	CBH	Work on agreement and comments.	275.00	2.40	660.00
10/23/16	PGK	Review Council letter to Mayors.	275.00	0.30	82.50
10/24/16	JSG	Review Council letter to Cities Initiative in response to hearing request, and confer with Mr. Kent.	275.00	0.30	82.50
10/24/16	BDH	Conference with Mr. Hughes regarding indemnification provision and insurance requirements	275.00	0.30	82.50
10/24/16	CBH	Review revisions an agreement; revise language.	275.00	3.80	1,045.00
10/24/16	PGK	Office meeting with Mr. Greene regarding Council procedure; draft comments on Waukesha Oak Creek extension; office meeting with Mr. Hughes regarding status of contract with consultant; prepare for meeting with City.	275.00	1.20	330.00

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November 21, 2016
Page 4

Professional Services

Date		Services	Rate	Hours	Amount
10/25/16	PGK	Attend project team meeting; discuss Oak Creek agreement with Mr. Duchniak; review revised Oak Creek agreement; respond to email on Oak Creek team logistics and Toledo seminar; travel from Madison to Waukesha and return (travel time discounted 50%)	275.00	5.20	1,430.00
10/26/16	PGK	Review comments on Oak Creek agreement for Oak Creek; telephone call to Mr. Duchniak regarding same.	275.00	1.30	357.50
10/27/16	PGK	Draft addendum to Letter of Intent; revise email to Ms. Kobza; telephone call to Mr. Duchniak regarding same and Council proceedings; review documents from the DNR; review response from Ms. Kobza.	275.00	1.90	522.50
10/28/16	PGK	Review schedule outline; follow up with Ms. Spieles regarding same; telephone call to Mr. Williams (left message); telephone call from Mr. Motl regarding radium memo; follow up with Mr. Duchniak regarding same; review proposal from Ms. Kobza regarding LOI extension; forward to Mr. Duchniak with comments; respond to email from Mr. McClenahan regarding Council appeal.	275.00	1.10	302.50

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November 21, 2016
Page 5

Professional Services

Date	Services	Rate	Hours	Amount
10/31/16	PGK Telephone call from Mr. Brown regarding permit coordination; telephone call to Mr. Duchniak; review and comment on mayor's presentation in Toledo.	275.00	0.60	165.00

Summary of Services

		Rate	Hours	Amount
JSG	John S. Greene	275.00	1.10	302.50
CBH	Christopher B. Hughes	275.00	20.00	5,500.00
BDH	Bruce D. Huibregtse	275.00	0.30	82.50
PGK	Paul G. Kent	275.00	18.20	5,005.00
Total for Services			39.60	\$10,890.00

Total for Services and Expenses

\$10,890.00

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2016

Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

December 7, 2016
Invoice No. 1189011

(GLCW0003)

COVER SHEET

For Legal Services Rendered through 11/30/16

CLIENT: 027339 - City of Waukesha
MATTER: 000001 - Water Diversion Project

Current Services (see details)

Current Expenses (see details)

Total for Services and Expenses

Previous Balance pd 12/16/16

Payments & Credits Since Last Bill

Amount Due

\$10,560.00

\$116.01

\$10,676.01

~~\$10,890.00~~

~~\$0.00~~

~~\$21,566.01~~

P.O. 316371
GLCW0003-10-sub
Legal Services for
Future Water Supply

5049.26 RF
5626.74 W8

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DSJ
12/9/16

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Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

December 7, 2016
Invoice No. 1189011
Client: 027339

Re: 000001 - Water Diversion Project

Professional Services

Date		Services	Rate	Hours	Amount
11/02/16	PGK	Telephone call from Ms. Spieles, Mr. Duchniak et al. regarding permitting coordination and related matters; finalize and send documents on radium and Oak Creek NOI.	275.00	1.20	330.00
11/03/16	PGK	Review permit strategy with Mr. Brown and Mr. Baker; review and revise Oak Creek water agreement; send redline draft and comments to Mr. Duchniak.	275.00	3.10	852.50
11/04/16	PGK	Telephone conference with Mr. Brown and Mr. Baker regarding agenda for meeting with Greeley Hansen and status of permitting issues; draft agenda for meeting; review agenda item on Letter of Intent; revise agenda and send to Mr. Duchniak; telephone call to Mr. Duchniak regarding draft agenda and related concerns.	275.00	3.20	880.00
11/05/16	PGK	Follow up on meeting schedule.	275.00	0.10	27.50
11/07/16	PGK	Review agenda for meeting; confirm water section leaders.	275.00	0.80	220.00
11/08/16	PGK	Prepare for and attend meeting at City with Greeley Hansen, et al.; travel from Madison to Waukesha and return (travel time is discounted).	275.00	6.70	1,842.50

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December 7, 2016
Page 2

Professional Services

Date		Services	Rate	Hours	Amount
11/09/16	PGK	Prepare for and participate in permitting meeting; travel to Waukesha and return; review letter regarding Well 10.	275.00	6.90	1,897.50
11/10/16	PGK	Review service area issues; review applicable statutes; draft proposed legislative solution; follow up with Mr. McClenahan regarding service.	275.00	1.20	330.00
11/11/16	PGK	Review legislation on CWF; research federal CWA provisions; email comments to Mr. Duchniak; review PSC codes and permit interaction with DNR; email Ms. Spieles regarding MOA and key coordination issues; ;prepare for and attend meeting with PSC; telephone call to Mr. Duchniak regarding legislative issues.	275.00	3.90	1,072.50
11/14/16	PGK	Review and respond to email on water treatment and permitting schedule; review message from PSC.	275.00	0.40	110.00
11/15/16	PGK	Telephone call to Mr. Duchniak regarding PSC rate issues; draft letter to PSC regarding same for internal review.	275.00	0.90	247.50
11/16/16	PGK	Conference call regarding permitting and PSC issues; respond to inquiry from Titan water.	275.00	2.70	742.50
11/17/16	PGK	Review and comment on permit list; comment on water treatment inquiry.	275.00	1.30	357.50

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December 7, 2016
Page 3

Professional Services

Date		Services	Rate	Hours	Amount
11/18/16	PGK	Telephone call to Mr. Williams (DNR) regarding appeal status; review comments from Mr. Baker; telephone call to Mr. Duchniak regarding conversation with Mr. Williams; telephone call from Mr. Smith and Mr. Ripp (PSC) regarding email on cost allocation; follow up from Mr. Williams.	275.00	1.10	302.50
11/21/16	PGK	Participate in conference call on water quality; follow up on Cities Initiative request for stay.	275.00	2.20	605.00
11/23/16	PGK	Telephone call from Mr. Williams regarding status of Cities Initiative and email response; telephone call to Mr. Duchniak regarding same.	275.00	0.60	165.00
11/28/16	PGK	Telephone call from Mr. Duchniak regarding update on appeal; telephone call to Mr. Williams regarding legal issues; telephone call to Mr. Duchniak regarding same.	275.00	0.70	192.50
11/29/16	PGK	Telephone call to Mr. Brown regarding permitting status; review and comment on permitting meeting minutes.	275.00	0.70	192.50
11/30/16	PGK	Review and update comments on table; review letter to Mayors from Council; forward email inquiry to Mr. Smith (PSC).	275.00	0.70	192.50

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49720

Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

January 23, 2017
Invoice No. 1190537

(GLCW0003)

COVER SHEET

For Legal Services Rendered through 12/31/16

CLIENT: 027339 - City of Waukesha
MATTER: 000001 - Water Diversion Project

Current Services (see details)	\$27,450.00
Current Expenses (see details)	\$142.56
	<u>\$27,592.56</u>
Courtesy Discount	(\$2,745.00)
Total for Services and Expenses	<u>\$24,847.56</u>
Previous Balance	\$21,566.01
Payments & Credits Since Last Bill	(\$21,566.01)
Amount Due	<u>\$24,847.56</u>

PO 317007
GLCW0003-10-SUB
Legal Services for
Future Water Supply

11323.78 RF
13523.78 WS

OK
DS

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1/26/17

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

January 23, 2017
Invoice No. 1190537
Client: 027339

Re: 000001 - Water Diversion Project

Professional Services

Date		Services	Rate	Hours	Amount
12/01/16	JSG	Research judicial review standard.	275.00	1.90	522.50
12/01/16	PGK	Telephone call to Mr. Duchniak and Mr. McClenahan regarding lobby issues; review Milwaukee water documents.	275.00	1.30	357.50
12/02/16	PGK	Telephone call to Mr. Duchniak regarding status of water agreement and related issues.	275.00	0.60	165.00
12/05/16	PGK	Telephone call to Mr. Duchniak regarding Oak Creek agreement.	275.00	0.30	82.50
12/06/16	PGK	Email Mr. Duchniak on future meetings.	275.00	0.20	55.00
12/07/16	PGK	Respond to inquiry on permit schedule.	275.00	0.20	55.00
12/08/16	PGK	Telephone call from Mr. Williams regarding compact council.	275.00	0.40	110.00
12/09/16	PGK	Respond to inquiry regarding wetlands for utilities; telephone call to Mr. Duchniak regarding water return location and status of Council review; office meeting with Mr. Greene regarding research on relocation; telephone call from Mr. Williams regarding settlement status; update Mr. Duchniak regarding same; review agenda for meeting on 12/12/16.	275.00	1.50	412.50

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Client Ref: 027339 - 000001
Invoice No. 1190537

January 23, 2017
Page 2

Professional Services

Date		Services	Rate	Hours	Amount
12/12/16	JSG	Research caselaw relevant to issues hearing request and judicial review.	275.00	2.40	660.00
12/12/16	PGK	Meet to discuss meeting with wastewater utility; meet with Wastewater utility and Mayor; meet with Ms. Scholl regarding agreement with Oak Creek; travel from Madison to Waukesha and return (travel time discounted).	275.00	5.60	1,540.00
12/13/16	JSG	Confer with Mr. Kent regarding possible modification of diversion plan, and legal and practical implications of a modification request.	275.00	0.40	110.00
12/13/16	JSG	Research relevant issues and begin drafting memo addressing implications of seeking to modify diversion approval.	275.00	3.80	1,045.00
12/13/16	PGK	Office meeting with Mr. Greene regarding issues on appeal and water return flow options.	275.00	0.90	247.50
12/14/16	JSG	Research legal issues; review diversion record, decision and hearing request; and draft memo to file discussing legal issues relating to a request to modify the diversion project.	275.00	6.50	1,787.50
12/14/16	PGK	Review Pleasant Prairie and Ashwaubenon documents; review rate memos; send Pleasant Prairie Order to Mr. Duchniak; review and respond to water quality FAQ.	275.00	1.20	330.00

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Invoice No. 1190537

January 23, 2017
Page 3

Professional Services

Date		Services	Rate	Hours	Amount
12/15/16	JSG	Research scope of hearing and judicial review.	275.00	1.60	440.00
12/15/16	PGK	Review materials for meeting; prepare for and attend meeting with Oak Creek on Water service agreement; attend follow up conference; travel from Madison to Waukesha and return.	275.00	5.80	1,595.00
12/16/16	PGK	Prepare for and attend meeting at DNR on legislative changes; office meeting with Mr. Greene regarding updates on Council issue.	275.00	1.80	495.00
12/19/16	PGK	Telephone call to Mr. Williams regarding Cities Initiative; telephone call to Mr. Duchniak regarding same.	275.00	0.30	82.50
12/20/16	PGK	Review Cities Initiative brief; review key issues for conference call; conference call regarding outline for Cities Initiative brief; office meeting with Mr. Greene regarding legal issues.	275.00	3.10	852.50
12/20/16	JSG	Review Cities Initiative supplemental brief to Council.	275.00	0.60	165.00
12/21/16	VDW	Begin review of submissions from Cities Initiative regarding hearing on diversion approval (no charge).	0.00	0.70	0.00
12/21/16	PGK	Review letter from Council; email Mr. Duchniak regarding proposed response; conference call regarding status of response to Council letter; draft response to Council letter.	275.00	1.90	522.50

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Invoice No. 1190537

January 23, 2017
Page 4

Professional Services

Date		Services	Rate	Hours	Amount
12/22/16	JSG	Review CI brief and research procedural issues.	275.00	2.70	742.50
12/22/16	JSG	Continue legal research for response brief.	275.00	2.80	770.00
12/22/16	VDW	Review submissions from Cities Initiative regarding water diversion approval.	200.00	4.40	880.00
12/22/16	PGK	Draft letter to Great Lakes Council; telephone call from Mr. Moroney regarding status of appeal; revise letter and forward to Mr. Duchniak; telephone call to Mr. Duchniak regarding same.	275.00	2.30	632.50
12/23/16	JSG	Confer with Mr. Kent regarding brief.	275.00	0.30	82.50
12/23/16	JSG	Review application record and Regional Body proceedings.	275.00	4.20	1,155.00
12/23/16	PGK	Review and forward Council letter to Mr. Greene; email to Mr. Duchniak regarding same.	275.00	0.20	55.00
12/26/16	JSG	Review record, analyze comments and begin drafting response brief.	275.00	5.50	1,512.50
12/26/16	PGK	Outline key arguments in Cities Initiative initial submittal and record items requiring research.	275.00	1.60	440.00
12/27/16	JSG	Conference with Mr. Kent regarding brief.	275.00	0.40	110.00
12/27/16	JSG	Research standing and public comment issues for brief.	275.00	1.30	357.50

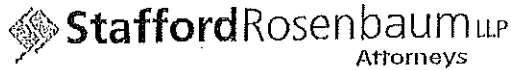
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January 23, 2017
Page 5

Professional Services

Date		Services	Rate	Hours	Amount
12/27/16	JSG	Draft public comment section of brief.	275.00	4.30	1,182.50
12/27/16	VDW	Review submissions from Cities Initiative and draft outline of responses from Mr. Kent.	200.00	3.60	720.00
12/27/16	PGK	Review and outline Cities Initiative submittals; draft outline for response brief; telephone call to Mr. Duchniak regarding same; correspond with Mr. Johnson regarding record; office meeting with Mr. Greene regarding outline.	275.00	5.80	1,595.00
12/28/16	JSG	Continue drafting public comment section of brief.	275.00	5.50	1,512.50
12/28/16	JSG	Confer with Mr. Kent regarding public comment section of the brief.	275.00	0.70	192.50
12/28/16	PGK	Revise comments in outline; office meeting with Mr. Greene regarding legal theories and standard of review.	275.00	0.90	247.50
12/29/16	JSG	Review record, supplemental research and continue drafting public comment section of brief.	275.00	5.80	1,595.00
12/29/16	PGK	Office meeting with Mr. Greene regarding standing and rehearing issues.	275.00	0.50	137.50
12/30/16	JSG	Confer with Mr. Kent regarding public comment section of brief.	275.00	0.40	110.00
12/30/16	JSG	Edit and complete draft of public comment section of brief.	275.00	5.10	1,402.50

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January 23, 2017
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Professional Services

Date	Services	Rate	Hours	Amount
12/30/16	PGK Review standing argument.	275.00	0.40	110.00
12/31/16	JSG Research standing issue for brief.	275.00	1.00	275.00

Summary of Services

		Rate	Hours	Amount
JSG	John S. Greene	275.00	57.20	15,730.00
PGK	Paul G. Kent	275.00	36.80	10,120.00
VDW	Vanessa D. Wishart	0.00	0.70	0.00
VDW	Vanessa D. Wishart	200.00	8.00	1,600.00
Total for Services			102.70	\$27,450.00

Expenses

Date	Expenses	Amount
12/12/16	Mileage MSN to Waukesha - Paul G. Kent	71.28
12/15/16	Mileage MSN to Waukesha - Meeting w/ Oak Creek re: water service agreement - Paul G. Kent	71.28
Total Expenses		\$142.56

Sub Total

\$27,592.56

Courtesy Discount

(\$2,745.00)

Total for Services and Expenses

\$24,847.56

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Rec'd 8/14/17

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

February 9, 2017
Invoice No. 1191350

(GLEW0003)

COVER SHEET

For Legal Services Rendered through 01/31/17

CLIENT: 027339 - City of Waukesha
MATTER: 000001 - Water Diversion Project

Current Services (see details)

\$38,627.50

Current Expenses (see details)

\$84.73

Total for Services and Expenses

\$38,712.23

Previous Balance

\$24,847.56

Payments & Credits Since Last Bill

\$0.00

Amount Due

\$63,559.79

PO 317007
GLEW0003-10-SUB
Legal Services for
Future Water Supply

20978.62 RF

17733.61 W8

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2/14/17

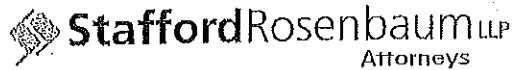
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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

February 9, 2017
Invoice No. **1191350**
Client: 027339

Re: 000001 - Water Diversion Project

Professional Services

Date		Services	Rate	Hours	Amount
01/02/17	JSG	Research and draft brief section on the standard of review and the nature of the hearing.	275.00	4.50	1,237.50
01/03/17	JSG	Review standing arguments, affidavits and research standing issue.	275.00	3.40	935.00
01/03/17	JSG	Begin drafting brief section on standing.	275.00	1.30	357.50
01/03/17	PGK	Office meeting with Mr. Greene regarding standing issues; review comments on outline.	275.00	0.40	110.00
01/04/17	JSG	Confer with Mr. Kent regarding standing issue.	275.00	0.30	82.50
01/04/17	JSG	Confer with Mr. Yde regarding authority of mayor to represent city and citizens, for purposes of standing.	275.00	0.20	55.00
01/04/17	JSG	Research standing and continue drafting standing section of brief.	275.00	5.10	1,402.50
01/04/17	RCY	Conference with Mr. Greene regarding standing issues.	275.00	0.30	82.50

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Client Ref: 027339 - 000001
Invoice No. 1191350

February 9, 2017
Page 2

Professional Services

Date		Services	Rate	Hours	Amount
01/04/17	PGK	Office meeting with Mr. Greene regarding standing; draft introduction and fact section of brief; draft brief sections on technical response to reasonable alternatives; telephone call from Mr. Brown regarding WPDES strategy issues.	275.00	6.70	1,842.50
01/05/17	JSG	Edit standard of review and standing sections of brief draft.	275.00	5.80	1,595.00
01/05/17	VDW	Work on response brief section regarding reasonable alternative standard.	200.00	1.20	240.00
01/05/17	PGK	Draft brief sections on return flow; review draft sections on standard of review, standing and additional hearing.	275.00	2.80	770.00
01/06/17	VDW	Continue to work on response brief.	200.00	2.70	540.00
01/06/17	PGK	Draft brief sections on return flow; telephone call from Mr. Duchniak regarding status.	275.00	2.80	770.00
01/07/17	PGK	Work on brief related to service area and return flow.	275.00	4.10	1,127.50
01/08/17	VDW	Continue to work on response brief.	200.00	3.60	720.00
01/09/17	VDW	Continue to work on response brief.	200.00	2.60	520.00
01/09/17	JSG	Confer with Mr. Kent regarding standard of review section of brief.	275.00	0.20	55.00
01/09/17	PGK	Review and revise brief sections on standing, standard of review and grounds for rehearing.	275.00	4.50	1,237.50

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February 9, 2017
Page 3

Professional Services

Date	Services	Rate	Hours	Amount
01/10/17	VDW Continue to work on response brief.	200.00	1.70	340.00
01/11/17	VDW Continue to work on response brief.	200.00	2.30	460.00
01/11/17	PGK Revise brief.	275.00	0.40	110.00
01/11/17	JSG Research caselaw regarding nonconforming uses and building permits, and exhaustion requirement.	275.00	3.40	935.00
01/12/17	PGK Revise brief section on reasonable alternatives.	275.00	4.20	1,155.00
01/13/17	JSG Review and edit brief draft, and confer with Mr. Kent.	275.00	3.40	935.00
01/13/17	PGK Revise brief; forward to Mr. Duchniak; office meeting with Mr. Greene regarding legal theories; prepare for and participate in conference call on meeting with DNR/PSC; review timeline and comment on same.	275.00	3.00	825.00
01/16/17	JSG Conduct additional research, review and edit brief, and confer with Mr. Kent.	275.00	5.50	1,512.50
01/16/17	PGK Review and respond to comments; revise entire brief; telephone call to Mr. Duchniak regarding brief and radium annual report; telephone call from Mr. De Salvia regarding timeline graph for permitting; draft separate section on cumulative impacts.	275.00	8.20	2,255.00
01/17/17	JSG Review and edit brief, and generate red-lined draft.	275.00	5.60	1,540.00

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February 9, 2017
Page 4

Professional Services

Date		Services	Rate	Hours	Amount
01/17/17	PGK	Complete revisions and reorganization; outline missing issues from record; review email from Mr. Brown regarding monitoring and WPDES permit scheduling; office meeting with Mr. Greene regarding brief issues; review and comment on radium annual report; telephone call from Mr. Freihoefer regarding legislative changes to water service area; conference call with Mr. McClenahan and Mr. Duchniak regarding same; follow up with Mr. Freihoefer; telephone call to Mr. Duchniak regarding permit schedule; radium letter and brief; finalize revisions; send out next version of brief for comment.	275.00	5.70	1,567.50
01/18/17	JSG	Edit alternatives section of brief and produce redlined version.	275.00	5.30	1,457.50
01/18/17	PGK	Telephone call to Ms. Nyffeler regarding DNR reporting requirements; follow up with Mr. McClenahan on legislation; review emails on brief comments; office meeting with Mr. Greene regarding alternatives section; review timeline from Greeley Hansen; telephone call from Mr. Baker regarding brief.	275.00	1.30	357.50
01/19/17	OMP	Cite checking brief	110.00	1.50	165.00

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Page 5

Professional Services

Date		Services	Rate	Hours	Amount
01/19/17	PGK	Meet with project team; discuss permit coordination, PR response to appeal, issues on brief; review agenda for meeting with PSC and project schedule; travel from Madison to Oconomowoc and return (travel time discounted 50%); telephone call to Mr. Greene regarding brief; check on cites; review comments; telephone call to Mr. Brown regarding permit timing.	275.00	5.30	1,457.50
01/20/17	OMP	Cite checking brief	110.00	0.50	55.00
01/20/17	PGK	Review comments and incorporate same; revise sections of brief except for reasonable alternatives; participate in conference call on return flow permits issues with Mr. Baker and Mr. Brown.	275.00	5.00	1,375.00
01/21/17	PGK	Reorganize "reasonable alternatives" section; incorporate comments; revise remaining sections of brief; review case cites and record cites; send final version and note.	275.00	6.40	1,760.00
01/22/17	VDW	Work on record citations for brief.	200.00	1.80	360.00
01/22/17	PGK	Review final comments and incorporate same; check corrections and add remaining cites.	275.00	4.30	1,182.50
01/23/17	JSG	Review and comment on final draft of brief.	275.00	1.50	412.50

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Client Ref: 027339 - 000001
Invoice No. 1191350

February 9, 2017
Page 6

Professional Services

Date		Services	Rate	Hours	Amount
01/23/17	PGK	Proof final draft of brief; draft transmittal letter; telephone call to Mr. Duchniak regarding Town Island numbers; make final revisions; follow up on emails regarding meeting schedule.	275.00	4.20	1,155.00
01/24/17	PGK	Attend meeting at PSC regarding permitting; attend follow up meeting with permit group; telephone call to Mr. Motl regarding consent order; telephone call to Mr. Duchniak regarding DOJ inquiry and follow up issues.	275.00	4.10	1,127.50
01/25/17	PGK	Review comments on email; prepare for call on WPDES issues; telephone call to Mr. Brown and Mr. Baker regarding agenda for meeting on permit.	275.00	1.40	385.00
01/26/17	PGK	Prepare for and meet with Mr. Brown, Mr. Baker, Mr. Richardson regarding WPDES strategy; review inquiry on legislative drafts; telephone call to Mr. Duchniak regarding update on meetings; email Mr. Strifling regarding same.	275.00	3.70	1,017.50
01/27/17	PGK	Email on CWA legislation; contact Mr. Strifling.	275.00	0.20	55.00
01/30/17	PGK	Telephone call from Mr. Williams regarding permitting issues.	275.00	0.30	82.50

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February 9, 2017
Page 7

Professional Services

Date	Services	Rate	Hours	Amount
01/31/17 PGK	Prepare for and participate in a conference call on permitting; participate in follow up call on meeting with DOJ; send update to Mr. Motl on well replacement; draft outline and agenda for DOJ meeting; send for comments; draft agenda for meeting with DNR on WPDES issues; draft agenda for meeting with Ms. Nyffeier (DNR) regarding permit questions; follow up with Mr. Duchniak regarding Compact Council proceedings.	275.00	3.30	907.50

Summary of Services

		Rate	Hours	Amount
JSG	John S. Greene	275.00	45.50	12,512.50
PGK	Paul G. Kent	275.00	82.30	22,632.50
OMP	Olivia M Pietrantonio	110.00	2.00	220.00
VDW	Vanessa D. Wishart	200.00	15.90	3,180.00
RCY	Richard C. Yde	275.00	0.30	82.50
Total for Services			146.00	\$38,627.50

Expenses

Date	Expenses	Amount
	Postage thru 01/31/17	9.03
	Photocopying thru 01/31/17	75.70
Total Expenses		\$84.73

Total for Services and Expenses

\$38,712.23

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Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

IMP

Credit Note
10/4/17

March 15, 2017
Invoice No. 1192782

(GLCW0003)

COVER SHEET

For Legal Services Rendered through 02/28/17

CLIENT: 027339 - City of Waukesha
MATTER: 000001 - Water Diversion Project

Current Services (see details)

\$12,257.50

Current Expenses (see details)

\$0.00

Total for Services and Expenses

\$12,257.50

Previous Balance

\$63,559.79

Payments & Credits Since Last Bill

(\$63,559.79)

Amount Due

\$12,257.50

5317.50 RF
5977.50 WB

PO 317007

GLCW0003-10-SUB

Legal Services for Future
Water Supply + for PSC Review

9200-200: 962.50

11,295.00

12,257.50

OK
D87
3/21/17

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Waukesha, WI 53187-1648

March 15, 2017
Invoice No. 1192782
Client: 027339

Re: 000001 - Water Diversion Project

Professional Services

Date		Services	Rate	Hours	Amount
02/01/17	PGK	Review comments from Mr. Duchniak regarding DOJ meeting and Council procedure; review comments from Mr. Brown regarding WPDES permit; office meeting with Ms. Nyffeler; coordinate regarding DOJ meeting; review material for DOJ meeting from Ms. Zylestra; review email on well development schedule; review and respond to email on treatment plant schedule.	275.00	1.40	385.00
02/02/17	PGK	Prepare for and attend meeting at DOJ regarding radium compliance; respond to inquiry on PSA language; send update on meeting with Ms. Nyffeler; provide update on meeting with DOJ.	275.00	3.70	1,017.50
02/03/17	PGK	Comment on draft legislation to client.	275.00	0.30	82.50
02/04/17	PGK	Respond to inquiry about authorization by Racine for Citiles Initiative lawsuit; telephone call to Mr. Duchniak regarding same.	275.00	0.40	110.00
02/05/17	CBH	Review UW and Richardson documents.	275.00	1.20	330.00
02/06/17	EJH	Review email and attached documentation regarding consulting fees.	275.00	0.30	82.50

9280-200
2 - = 962.50

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Invoice No. 1192782

March 15, 2017
Page 3

Professional Services

Date		Services	Rate	Hours	Amount
02/08/17	PGK	Respond to email regarding legislation; follow up with Mr. Duchniak.	275.00	0.30	82.50
02/08/17	PGK	Telephone call to Mr. Williams regarding legislation.	275.00	0.20	55.00
02/09/17	JSG	Research cases cited by Cities Initiative and prepare detailed analysis and responses to its reply brief.	275.00	3.90	1,072.50
02/09/17	PGK	Prepare for and meet with Ms. Nyffeler regarding WPDES issues; telephone call to Mr. Duchniak regarding same; review current permit; provide update on WPDES issue.	275.00	2.00	550.00
02/10/17	JSG	Compare our response brief to Cities Initiative's reply brief to determine unaddressed arguments.	275.00	0.40	110.00
02/10/17	PGK	Send response to Mr. Johnson regarding oral argument.	275.00	0.30	82.50
02/13/17	PGK	Exchange email with Mr. McClenahan regarding Cities Initiative position; exchange email with Mr. Baker and Mr. Brown regarding WPDES and EIS; review email from Ms. Zylestra; follow up on same; outline monitoring	275.00	1.20	330.00
02/14/17	MMA	Telephone conference with Mr. Kent regarding review of term sheet.	200.00	0.30	60.00

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Invoice No. 1192782

March 15, 2017
Page 4

Professional Services

Date		Services	Rate	Hours	Amount
02/14/17	PGK	Prepare for and meet with permitting team on WPDES issues; meet with Mr. Duchniak regarding radium monitoring and issues for court order; travel from Madison to Waukesha and return ; telephone call to Mr. Baker regarding EIS issues for call with Mr. Siebert; follow up with Mr. Motl on setting time.	275.00	6.40	1,760.00
02/14/17	CBH	Work on term sheet.	275.00	0.10	27.50
02/15/17	EJH	Review correspondence; draft confidentiality affidavit; research; follow up.	275.00	0.70	192.50
02/15/17	PGK	Conference call with Mr. Seibert regarding EIS coordination.	275.00	0.60	165.00
02/16/17	PGK	Review and revise summary of meeting on EIS; review and forward memo on Oak Creek term to Mr. Hughes.	275.00	0.50	137.50
02/17/17	MMA	Review and revise proposed memo from Raffetis; office conference with Mr. Kent regarding same.	200.00	1.80	360.00

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March 15, 2017
Page 5

Professional Services

Date		Services	Rate	Hours	Amount
02/17/17	PGK	Review email on permit schedule; respond to inquiry from Mr. Brown regarding sample repeating; review public notice of oral argument; telephone call to Mr. Duchniak regarding update; office meeting with Ms. Affatati regarding review of Oak Creek agreement regarding rates; review comments on Oak Creek draft agreement; forward to Mr. Duchniak; telephone call from Mr. Duchniak regarding intervenor compensation; review same and provide update.	275.00	1.60	440.00
02/18/17	PGK	Respond to email on radium compliance monitoring program.	275.00	0.20	55.00
02/19/17	PGK	Review radium monitoring program; summarize same for meeting with DOJ; send for review.	275.00	1.10	302.50
02/20/17	MMA	Review revised memo.	200.00	0.20	40.00
02/20/17	PGK	Review Cities Initiative Reply Brief and summary by Mr. Greene; email on moot court.	275.00	1.30	357.50
02/20/17	PGK	Comment on Root River monitoring presentation from Mr. McClenahan.	275.00	0.60	165.00

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Client Ref: 027339 - 000001
Invoice No. 1192782

March 15, 2017
Page 6

Professional Services

Date		Services	Rate	Hours	Amount
02/21/17	PGK	Prepare for meeting with DOJ; telephone call to Ms. Zylestra regarding same; follow up on emails regarding Root River monitoring; meet with DOJ; review stipulation; conference call with Mr. Duchniak and Mr. McClenahan regarding same.	275.00	3.60	990.00
02/23/17	PGK	Participate in conference call on oral argument; summarize conference call.	275.00	0.70	192.50
02/24/17	PGK	Office meeting with Mr. Greene regarding oral argument strategy; review and comment on Root River presentation.	275.00	0.80	220.00
02/27/17	JSG	Research Cities Initiative's standing arguments.	275.00	0.80	220.00
02/27/17	PGK	Review material for conference call.	275.00	0.10	27.50
02/28/17	PGK	Telephone conference with clients regarding permitting.	275.00	1.00	275.00

Summary of Services

		Rate	Hours	Amount
MMA	Michelle M. Affatati	200.00	2.30	460.00
JSG	John S. Greene	275.00	7.10	1,952.50
CBH	Christopher B. Hughes	275.00	1.50	412.50
EJH	Edwin J. Hughes	275.00	1.80	495.00
PGK	Paul G. Kent	275.00	32.50	8,937.50
Total for Services			45.20	\$12,257.50

Total for Services and Expenses

\$12,257.50

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

March 15, 2017
Invoice No. 1193059

(GLCW0003)

COVER SHEET

For Legal Services Rendered through 02/28/17

CLIENT: 027339 - City of Waukesha
MATTER: 000003 - Professional Services

Current Services (see details)

\$632.50

Current Expenses (see details)

\$0.00

Total for Services and Expenses

\$632.50

Previous Balance

\$0.00

Payments & Credits Since Last Bill

\$0.00

Amount Due

\$632.50

PO 317007

GLCW0003-10-SUB

Legal Services for Future
Water Supply

OK
DS
3/21/17

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

March 15, 2017
Invoice No. **1193059**
Client: 027339

Re: 000003 - Professional Services

Professional Services

Date		Services	Rate	Hours	Amount
02/10/17	PGK	Follow up with clients regarding service area language.	275.00	0.30	82.50
02/10/17	PGK	Meet with DNR regarding service area language.	275.00	0.80	220.00
02/15/17	PGK	Telephone call from Mr. Konopacki regarding service area issue.	275.00	0.30	82.50
02/16/17	PGK	Telephone call from Mr. Williams regarding service area legislation.	275.00	0.20	55.00
02/16/17	PGK	Telephone call from Mr. McClenahan regarding service area legislation.	275.00	0.20	55.00
02/17/17	PGK	Office meeting with Mr. Eberle regarding service area issue.	275.00	0.30	82.50
02/17/17	PGK	Review and forward DNR budget language on service area; confirm meeting with DOJ.	275.00	0.20	55.00

Summary of Services

		Rate	Hours	Amount
PGK	Paul G. Kent	275.00	2.30	632.50
Total for Services			2.30	\$632.50

Total for Services and Expenses

\$632.50

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49780

Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

April 19, 2017
Invoice No. 1194424

(GLEW0003)

COVER SHEET

For Legal Services Rendered through 03/31/17

CLIENT: 027339 - City of Waukesha
MATTER: 000001 - Water Diversion Project

Current Services (see details)

\$30,780.00

Current Expenses (see details)

\$154.08

12015.79 RF
12600.79 WS

Total for Services and Expenses

\$30,934.08

Previous Balance

\$12,257.50

Payments & Credits Since Last Bill

\$0.00

Amount Due

~~\$43,191.58~~

Legal Services for
Future Water Supply

PO 317007

GLEW0003-10-SUB = 24,616.58

* 9280-200

= 6,317.50

* 30,934.08

GK
DSJ
4/24/17

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Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

April 19, 2017
Invoice No. 1194424
Client: 027339

Re: 000001 - Water Diversion Project

Professional Services

Date		Services	Rate	Hours	Amount
03/01/17	PGK	Review email on media issues and legal disclaimer.	275.00	0.20	55.00
03/02/17	PGK	Follow up with Ms. Nyffeler (DNR) on chlorides; review emails on permit meeting.	275.00	0.20	55.00
03/03/17	JSG	Review standing section of Cities Initiatives (CI) brief and conduct research. Westlaw on standing, in preparation for oral argument.	275.00	1.80	495.00
03/03/17	EJH	Review correspondence and Commission staff documents; research; draft response.	275.00	0.40	110.00
03/03/17	PGK	Review email on PSC issue; respond to same.	275.00	0.30	82.50
03/04/17	PGK	Outline oral argument openings and response to key arguments.	275.00	1.20	330.00
03/05/17	PGK	Email Ms. Wishart regarding PSC issue (no charge).	0.00	0.10	0.00

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April 19, 2017
Page 2

Professional Services

Date		Services	Rate	Hours	Amount
03/06/17	VDW	Review emails from Ms. Scholl, Mr. Kent, and Mr. Hughes regarding PSC determination on lobbying expenses; review cover letter from PSC regarding same; research lobbying expenses; conference with Mr. Hughes regarding same; review invoices from Ms. Scholl; telephone conference with Ms. Scholl; telephone conference with Mr. Cardon regarding lobbying expenses; review M1 manual regarding coverage of lobbying expenses.	200.00	4.30	860.00 *
03/06/17	JSG	Draft response to standing arguments in preparation for oral argument in Chicago before Great Lakes Council.	275.00	1.40	385.00
03/06/17	PGK	Follow up on PSC rate issues.	275.00	0.20	55.00
03/07/17	VDW	Review prohibition on including advertising in rates; telephone conference with Mr. Kent, Mr. Duchniak, and Ms. Scholl regarding rate issue.	200.00	1.60	320.00 *
03/07/17	JSG	Research cumulative impacts standard and cost-benefit analysis for purposes of preparing for oral argument.	275.00	1.30	357.50
03/07/17	PGK	Participate in conference call on WPDES issues.	275.00	1.00	275.00
03/07/17	PGK	Office meeting with Ms. Wishart regarding PSC revenue requirement issues; conference call with Waukesha regarding same.	275.00	1.10	302.50 *

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Client Ref: 027339 - 000001
Invoice No. 1194424

April 19, 2017
Page 3

Professional Services

Date		Services	Rate	Hours	Amount	
03/08/17	VDW	Additional review of invoices regarding lobbying expenses; review PSC response procedures; leave voicemail from Mr. Cardon.	200.00	0.40	80.00	*
03/08/17	PGK	Review latest outline on permits; comment on same.	275.00	0.20	55.00	
03/08/17	PGK	Office meeting with Ms. Wishart regarding strategy on PSC issue.	275.00	0.20	55.00	*
03/09/17	VDW	Exchange emails with Mr. Cardon regarding rate issue; prepare for telephone conference with PSC; telephone conference with Mr. Kent, Mr. Cardon, and Mr. McGarry regarding lobbying costs and invoices; telephone conference with Ms. Scholl; draft letter seeking extension on objection response; draft notice of appearance.	200.00	2.60	520.00	*
03/09/17	PGK	Respond to email on permitting.	275.00	0.20	55.00	
03/09/17	PGK	Outline oral argument presentation.	275.00	3.60	990.00	
03/09/17	PGK	Telephone call to Mr. Duchniak regarding PSC rejection of costs for lobbying; office meeting with Ms. Wishart regarding follow up.	275.00	0.90	247.50	*
03/10/17	VDW	Revise request for extension and notice of appearance; prepare both for ERF filing; telephone conference with Mr. Cardon regarding same.	200.00	0.60	120.00	*
03/10/17	JSG	Review Compact provisions regarding permissible impacts of return flow.	275.00	0.60	165.00	

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Professional Services

Date		Services	Rate	Hours	Amount
03/10/17	JSG	Conference with Mr. Kent to discuss and plan oral argument.	275.00	0.60	165.00
03/10/17	PGK	Respond to permit outline, timetable and agenda.	275.00	0.30	82.50
03/10/17	PGK	Office meeting with Mr. Greene regarding oral argument.	275.00	0.60	165.00
03/12/17	PGK	Review and comment on WPDES permit schedule.	275.00	0.30	82.50
03/12/17	PGK	Outline oral argument on return flow issue.	275.00	0.70	192.50
03/13/17	JSG	Review briefs and draft possible oral argument questions for Mr. Kent.	275.00	2.20	605.00
03/13/17	PGK	Review agenda for next meetings.	275.00	0.10	27.50
03/13/17	PGK	Office meeting with Ms. Wishart regarding PSC status.	275.00	0.20	55.00 *
03/13/17	PGK	Office meeting with Mr. Greene regarding oral argument and questions.	275.00	0.30	82.50
03/14/17	PGK	Review and forward letter from Compact Council on oral argument; continue working on oral argument outline.	275.00	2.90	797.50
03/15/17	JSG	Review filings on Cities Initiative and Council letter, and draft comments for Mr. Kent in preparation of moot court.	275.00	2.10	577.50
03/15/17	VDW	Attend meeting with Mr. Kent and DNR regarding chloride and thermal permit limits.	0.00	0.30	0.00

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April 19, 2017
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Professional Services

Date		Services	Rate	Hours	Amount	
03/15/17	VDW	Review email from Mr. Cardon regarding PSC meeting; discuss meeting schedule with Mr. Kent; email Ms. Scholl and Mr. Duchniak regarding same.	200.00	0.10	20.00	*
03/15/17	JSG	Review Tuney case and draft email to Mr. Kent.	275.00	0.30	82.50	
03/15/17	VDW	Review materials in preparation for moot court.	0.00	0.70	0.00	
03/15/17	PGK	Conference call on WPDES issues; meet with DNR regarding chloride issues; update team on same.	275.00	1.20	330.00	
03/15/17	PGK	Revise oral argument outline; review Cities Initiative reply brief; revise oral argument outline; telephone call from Ms. Spieles regarding coordination on meetings and oral argument.	275.00	2.70	742.50	
03/15/17	PGK	Office meeting with Ms. Wishart regarding update on PSC matter.	275.00	0.20	55.00	*
03/16/17	VDW	Exchange emails with Mr. Duchniak and Ms. Scholl regarding scheduling PSC meeting; telephone conference with Ms. Scholl regarding same.	200.00	0.10	20.00	*
03/16/17	VDW	Review documents in preparation for WPDES permit meeting.	200.00	0.70	140.00	
03/16/17	JSG	Participate in Mr. Kent's moot court for oral argument.	275.00	2.60	715.00	
03/16/17	JSG	Prepare for moot court.	275.00	0.40	110.00	

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April 19, 2017
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Professional Services

Date		Services	Rate	Hours	Amount
03/16/17	VDW	Attend oral argument moot court (no charge).	0.00	2.70	0.00
03/16/17	PGK	Prepare for and attend moot court.	275.00	3.50	962.50
03/16/17	PGK	Discuss permitting issues.	275.00	0.80	220.00
03/17/17	VDW	Attend conference with Mr. Kent, Mr. Mittag, Mr. Brown, Mr. DeSilva, Ms. Spieles, Ms. Richardson, and Ms. Zylstra regarding program level permitting.	200.00	5.20	1,040.00
03/17/17	VDW	Travel to/from Milwaukee (no charge).	0.00	3.50	0.00
03/17/17	PGK	Prepare for and attend permit meetings in Milwaukee (CH2M office); telephone call from Ms. Spieles prior to meetings; travel from Madison to Milwaukee and return (travel time discounted).	275.00	5.80	1,595.00
03/18/17	PGK	Review and revise oral argument; coordinate materials for same; review potential questions.	275.00	4.70	1,292.50
03/19/17	PGK	Revise oral argument outline; add questions and response to questions; compile materials for oral argument; time argument; revise same.	275.00	4.50	1,237.50
03/19/17	JSG	Review revised oral argument outline and provide comments to Mr. Kent.	275.00	0.50	137.50
03/20/17	VDW	Prepare for meeting with PSC; telephone conference with Ms. Scholl regarding same.	200.00	0.40	80.00 *

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Professional Services

Date		Services	Rate	Hours	Amount	
03/20/17	JSG	Travel to and from Chicago for oral argument before Council.	275.00	6.10	1,677.50	
03/20/17	JSG	Prepare for and attend oral argument; confer with Mr. Kent and clients.	275.00	5.80	1,595.00	
03/20/17	PGK	Travel from Madison to Chicago and return; prepare for and attend oral argument before Compact Council (less time spent on other matters).	275.00	10.50	2,887.50	
03/22/17	VDW	Prepare for meeting with PSC; attend meeting with Mr. Cardon, Mr. McGarry, Mr. Galvin, Ms. Spanjar, Ms. Butzlaff, Mr. Duchniak, and Ms. Scholl regarding lobbying expenses exclusion; conduct research regarding same.	200.00	4.70	940.00	*
03/22/17	PGK	Email to Ms. Wishart regarding PSC meeting update and response.	275.00	0.20	55.00	*
03/23/17	VDW	Continue researching PSC decisions regarding lobbying; conference with Mr. Kent regarding legal analysis; telephone conference with Mr. Duchniak, Ms. Scholl, Mr. Kent, and Mr. McClanahan regarding next steps.	200.00	3.80	760.00	*
03/23/17	PGK	Office meeting with Ms. Wishart regarding PSC status; conference call with Mr. Duchniak, Ms. Scholl, Mr. McClenahan regarding same and strategy.	275.00	1.60	440.00	*
03/27/17	PGK	Conference call with Mr. Brown and Mr. Baker; review email on Mayor Dickert.	275.00	0.90	247.50	

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Professional Services

Date		Services	Rate	Hours	Amount	
03/28/17	VDW	Review cost calculations from Ms. Scholl; telephone conference with Ms. Scholl regarding same; work on letter brief outline.	200.00	1.30	260.00	*
03/28/17	OMP	Legal research re construing lobbying activities	110.00	3.00	330.00	
03/28/17	PGK	Telephone call from Ms. Spieles and Mr. DeSilvia regarding DNR meetings.	275.00	0.50	137.50	
03/29/17	VDW	Continue work on brief outline for PSC.	200.00	6.50	1,300.00	
03/29/17	PGK	Check on status of meetings; check status of PSC research with Ms. Wishart.	275.00	0.30	82.50	
03/30/17	VDW	Continue work on PSC brief outline.	200.00	3.90	780.00	
03/30/17	JSG	Confer with Ms. Wishart regarding upcoming submittal to PSC regarding disallowed expenditures.	275.00	0.20	55.00	*
03/30/17	PGK	Meet with Assistant Attorney General Mr. Ross regarding settlement status; office meeting with Ms. Wishart regarding PSC research.	275.00	0.70	192.50	
03/31/17	VDW	Continue to work on PSC brief outline; conference with Mr. Kent regarding same; telephone conference with Mr. Kent, Mr. Duchniak, and Ms. Scholl regarding outline.	200.00	3.30	660.00	*
03/31/17	PGK	Review and revise outline on PSC issues; telephone call to Mr. Duchniak and Ms. Scholl regarding PSC outline and related matters.	275.00	1.50	412.50	*

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April 19, 2017
Page 9

Professional Services

Date	Services	Rate	Hours	Amount
03/31/17	PGK Review Conservation Report for any impact on compact or permits.	275.00	1.40	385.00

Summary of Services

		Rate	Hours	Amount
JSG	John S. Greene	275.00	25.90	7,122.50
EJH	Edwin J. Hughes	275.00	0.40	110.00
PGK	Paul G. Kent	0.00	0.10	0.00
PGK	Paul G. Kent	275.00	55.70	15,317.50
OMP	Olivia M Pietrantonio	110.00	3.00	330.00
VDW	Vanessa D. Wishart	0.00	7.20	0.00
VDW	Vanessa D. Wishart	200.00	39.50	7,900.00
Total for Services			131.80	\$30,780.00

Expenses

Date	Expenses	Amount
02/14/17	Mileage MSN to Waukesha - Meet with Permitting Team - Paul G. Kent	70.62
03/17/17	Mileage MSN to Milwaukee - Paul G. Kent	83.46
Total Expenses		\$154.08

Total for Services and Expenses

\$30,934.08

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

April 21, 2017
Invoice No. 1194425

(GLCW0003)

COVER SHEET

For Legal Services Rendered through 03/31/17

CLIENT: 027339 - City of Waukesha
MATTER: 000003 - Professional Services

Current Services (see details)	\$247.50
Current Expenses (see details)	\$0.00
Total for Services and Expenses	\$247.50
Previous Balance	\$632.50
Payments & Credits Since Last Bill	\$0.00
Amount Due	\$880.00

PO 317007
GLCW0003-10-SUB
Legal Services
for Future Water Supply



OK
DS
4/25/17

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

April 21, 2017
Invoice No. **1194425**
Client: 027339

Re: 000003 - Professional Services

Professional Services

Date	Services	Rate	Hours	Amount
03/16/17 PGK	Respond to inquiry on legislation for Mr. McClenahan.	275.00	0.40	110.00
03/30/17 PGK	Telephone call from Ms. Culp (LRB) regarding questions on service area; follow up with Mr. McClenahan and Mr. Duchniak.	275.00	0.50	137.50

Summary of Services

	Rate	Hours	Amount
PGK Paul G. Kent	275.00	0.90	247.50
Total for Services		0.90	\$247.50

Total for Services and Expenses	\$247.50
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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

May 17, 2017
Invoice No. 1195145

(GLCW0003)

COVER SHEET

For Legal Services Rendered through 04/30/17

CLIENT: 027339 - City of Waukesha
MATTER: 000001 - Water Diversion Project

Current Services (see details)

\$14,045.00 see attach

Current Expenses (see details)

\$275.20

Total for Services and Expenses

\$14,320.20

Previous Balance

\$43,191.58

Payments & Credits Since Last Bill

(\$12,257.50)

Amount Due

\$45,254.28

<30,934.08> pd 5/19

3568.85 RF
4668.85 WS

PO 317007

Legal Services for Future Water Supply

GLCW0003-10-SUB = \$8237.20

9200-200 = \$6082.50

Legal Services
for PSC Renew

\$14,320.20

*14,320.20
Due now

O/R
DS
5/20/17

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

May 17, 2017
Invoice No. 1195145
Client: 027339

Re: 000001 - Water Diversion Project

Professional Services

Date		Services	Rate	Hours	Amount	
04/03/17	VDW	Conduct research and work on <u>PSC</u> brief.	200.00	5.10	1,020.00	*
04/03/17	PGK	Participate in conference call with Greeley and Hansen to discuss talking points for upcoming meeting with the DNR; follow up telephone call from Ms. Spieles et al regarding same.	275.00	1.40	385.00	
04/04/17	VDW	Continue working on <u>PSC</u> brief; conference with Mr. Kleinmaier regarding same; conference with Mr. Kent regarding same; exchange emails with Mr. Duchniak and Mr. McClenahan regarding examples of materials; conference with Mr. Kent regarding same; review op eds and other materials from Mr. McClenahan and Mr. Duchniak.	200.00	4.90	980.00	*
04/04/17	PGK	Confirm meeting times with Greeley and Hansen.	275.00	0.20	55.00	
04/04/17	PGK	Review and revise brief to <u>PSC</u> ; write introduction section.	275.00	2.70	742.50	*
04/05/17	VDW	Continue to work on <u>PSC</u> brief; work on exhibits to letter.	200.00	3.60	720.00	*
04/05/17	VDW	Prepare for WDNR prep meeting; attend by phone WDNR prep meeting.	200.00	2.20	440.00	

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May 17, 2017
Page 2

Professional Services

Date		Services	Rate	Hours	Amount
04/05/17	PGK	Attend pre-meeting for DNR meeting on permits.	275.00	2.20	605.00
04/05/17	PGK	Review revisions on <u>PSC</u> response; outline issues with Ms. Wishart regarding same.	275.00	0.50	137.50 *
04/06/17	VDW	Continue to work on <u>PSC</u> brief; telephone conference with Ms. Scholl and Mr. Duchniak regarding same; conference with Mr. Kent regarding same; exchange emails regarding same; draft affidavits for Mr. Viney and Mr. McClenahan; compile exhibits for brief.	200.00	5.30	1,060.00 *
04/06/17	PGK	Review comments from DNR and updated agenda.	275.00	0.40	110.00
04/06/17	PGK	Review and comment on <u>PSC</u> brief and affidavits.	275.00	0.60	165.00 *
04/07/17	VDW	Revise <u>affidavits</u> ; revise brief; work on exhibits.	200.00	2.70	540.00 *
04/07/17	VDW	Conference with Mr. Duchniak, Mr. Brown, Ms. Spieles, Ms. Richardson, Mr. DeSilva, Mr. Kent regarding permitting issues.	200.00	1.20	240.00
04/07/17	PGK	Review affidavits; revise letter brief to <u>PSC</u> ; telephone call to Ms. Wishart regarding brief and final revisions.	275.00	2.10	577.50 *

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Client Ref: 027339 - 000001
Invoice No. 1195145

May 17, 2017
Page 3

Professional Services

Date		Services	Rate	Hours	Amount
04/07/17	PGK	Prepare for and meet with DNR permitting staff; attend post meeting review; follow up with Mr. Callan regarding water leaders meeting.	275.00	3.70	1,017.50
04/10/17	PGK	Telephone call to Mr. Duchniak regarding Council webinar.	275.00	0.10	27.50
04/10/17	PGK	Check on scheduling with DNR; telephone call from Ms. Spieles regarding permit meeting.	275.00	0.60	165.00
04/11/17	VDW	Telephone conference with Mr. Cardon regarding letter brief; review letter brief sums excluded from rate recovery; conference with Mr. Kent regarding same.	200.00	0.50	100.00 *
04/11/17	PGK	Telephone call to Mr. Brown regarding WPDES meeting.	275.00	0.20	55.00
04/12/17	VDW	Telephone conference with Ms. Scholl regarding PSC question on brief.	200.00	0.10	20.00 *
04/12/17	PGK	Review Oak Creek proposal; develop response incorporating prior concerns.	275.00	1.20	330.00
04/12/17	PGK	Telephone call from Mr. Callan regarding permit scheduling.	275.00	0.20	55.00
04/13/17	VDW	Leave voicemail for Mr. Cardon regarding letter brief inquiry on exclusion. (no charge)	0.00	0.10	0.00
04/13/17	PGK	Telephone call to Mr. Duchniak regarding Oak Creek contract.	275.00	0.10	27.50

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May 17, 2017
Page 4

Professional Services

Date		Services	Rate	Hours	Amount
04/13/17	PGK	Telephone call to Mr. Duchniak regarding permit issues and scheduling.	275.00	0.20	55.00
04/17/17	PGK	Coordinate on Oak Creek and permit meetings; prepare for same.	275.00	0.20	55.00
04/18/17	PGK	Meet with Ms. Scholl and Mr. Duchniak regarding Oak Creek water contract (travel time from Madison to Waukesha and return discounted).	275.00	2.30	632.50
04/18/17	PGK	Meet with Mr. Brown and Mr. Duchniak regarding wastewater meeting; meet with City wastewater personnel and Strand on permit strategy.	275.00	2.90	797.50
04/20/17	JSG	Listen to webinar of Compact Council discussion and decision on Cities Initiative's request for reconsideration, and confer with Mr. Kent.	275.00	0.60	165.00
04/20/17	PGK	Prepare for and attend Council webinar and follow up conference call; telephone call from Mr. Behm regarding questions on decision; follow up on Council decision time.	275.00	1.60	440.00
04/20/17	PGK	Follow up on permitting issues.	275.00	0.50	137.50
04/21/17	PGK	Review news coverage on council decision.	275.00	0.20	55.00
04/21/17	PGK	Office meeting with Mr. Motl (DOJ) regarding draft settlement; update Mr. Duchniak on DOJ status and other matters.	275.00	0.40	110.00

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Invoice No. 1195145

May 17, 2017
Page 5

Professional Services

Date		Services	Rate	Hours	Amount
04/21/17	PGK	Check on permit meeting; follow up with Mr. Callan.	275.00	0.20	55.00
04/25/17	VDW	Telephone conference with Mr. Kent, Ms. Spieles, Ms. Richardson, Mr. Baker, Mr. Mittag, and Mr. Brown regarding permitting.	200.00	0.80	160.00
04/25/17	VDW	Email Mr. Cardon regarding Waukesha rate issue; email Mr. Duchniak regarding same.	200.00	0.10	20.00 ✖
04/25/17	PGK	Participate in conference call on permit coordination; follow up with Ms. Richardson on meetings; minutes; forward update from Mr. Callan.	275.00	1.10	302.50
04/25/17	PGK	Work on DOJ stipulation.	275.00	0.60	165.00
04/26/17	PGK	Draft amended stipulation and exhibits; telephone call to Ms. Spieles regarding construction timelines for stipulation; provide update to City on status; check on timetable and press release; set up time for follow up.	275.00	2.40	660.00
04/26/17	PGK	Review email on meeting with DNR; telephone call to Mr. Baker regarding same.	275.00	0.30	82.50
04/27/17	PGK	Respond to email on return flows and sampling issue.	275.00	0.20	55.00
04/28/17	PGK	Conference call with Mr. Duchniak and Mr. McClenahan regarding consent order; follow up on consent order issues.	275.00	1.10	302.50

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Client Ref: 027339 - 000001
Invoice No. 1195145

May 17, 2017
Page 6

Professional Services

Date	Services	Rate	Hours	Amount
04/28/17	PGK Telephone call from Mr. Callan regarding schedule for WPDES meeting; follow up with Mr. Duchniak, Ms. Spieles and Mr. Baker.	275.00	0.80	220.00

Summary of Services

		Rate	Hours	Amount
JSG	John S. Greene	275.00	0.60	165.00
PGK	Paul G. Kent	275.00	31.20	8,580.00
VDW	Vanessa D. Wishart	0.00	0.10	0.00
VDW	Vanessa D. Wishart	200.00	26.50	5,300.00
Total for Services			58.40	\$14,045.00

Expenses

Date	Expenses	Amount
03/20/17	Parking - Mastercard - DCC	36.00
03/20/17	Mileage - Madison to Chicago and return to attend oral argument before Great Lakes Council - John Greene	160.50
03/20/17	Travel Expense (Miscellaneous) - tolls (round trip) to attend oral argument before Great Lakes Council - John Greene	7.90
	Photocopying thru 04/30/17	70.80
Total Expenses		\$275.20

Total for Services and Expenses

\$14,320.20

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

June 14, 2017
Invoice No. 1196429

(GLEW0003)

COVER SHEET

For Legal Services Rendered through 05/31/17

CLIENT: 027339 - City of Waukesha
MATTER: 000001 - Water Diversion Project

Current Services (see details)

Current Expenses (see details)

\$8,505.00

\$441.15

Total for Services and Expenses

\$8,946.15

Previous Balance

\$45,254.28

Payments & Credits Since Last Bill (45,254.28)

(\$30,934.08)

Amount Due

\$23,266.35

5/19 PD 24,116.58 CK# 40672
5/19 PD 6,317.50 CK# 40714
6/23 PD 8,237.70 CK# 40786
6/23 PD 6,068.50 CK# 40828
* 45,254.28

3011.03 RF
5073.53 WS

* 8,946.15

PO 317007 Legal Services

GLEW0003-10-SUB = 8084.55

9280-200 = 861.60

* 8946.15

Future Water Supply

Psc Renew

OK

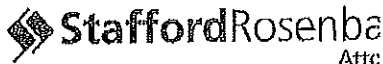
DSZ
6/19/17

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Donna

Please renew.
Not sure how you
want to split for
GL jobs. Thx!

Valerie

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June 15, 2017

Invoice No. 1196429

Waukesha Water Utility
Attention: Dan Duchniak
General Manager
P.O. Box 1648
Waukesha, WI 53187-1648

CLIENT: City of Waukesha
OUR FILE NO.: 027339

Total Fees by Issue:

Great Lakes Water Diversion Issue	0.5	137.50	✓ A
PSC Issue - Reimbursement of Costs	3.3	817.50	✓ B
Oak Creek Agreement	6.7	1842.50	✓ A
Permits	13.1	3535.00	✓ A
Radium Issue/Consent Decree	7.9	2172.50	✓ A
Total Hours/Dollar Amount:	31.5	<u>\$8,505.00</u>	

2A = GLC W0003-10-SUB = 7687.50 90% OK
B = 9200-200 = 817.50 10% D87
8505.00
6/19/17

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

June 14, 2017
Invoice No. 1196429
Client: 027339

Re: 000001 - Water Diversion Project

Professional Services

Date		Services	Rate	Hours	Amount
05/01/17	PGK	Revise amended stipulation and order; forward to City with explanatory note.	275.00	1.00	275.00
05/01/17	PGK	Review and respond to email on DNR meeting.	275.00	0.30	82.50
05/02/17	PGK	Review Oak Creek water agreement and comments; provide update to Mr. Duchniak.	275.00	0.50	137.50
05/02/17	PGK	Conference call with Mr. Baker and Mr. Brown regarding permit meeting; prepare for and participate in telephone call to Ms. Nyffeler regarding one permit issue; follow up with Ms. Nyffeler regarding facilities plan.	275.00	1.50	412.50
05/03/17	PGK	Telephone call to Ms. Scholl regarding Oak Creek Agreement; revise Oak Creek Agreement.	275.00	3.10	852.50
05/04/17	JSG	Review Council decision on request for reconsideration.	275.00	0.50	137.50
05/04/17	PGK	Meet with Mr. Duchniak regarding consent order; review final decision; forward same with initial reaction; respond to email on press statements.	275.00	1.20	330.00
05/04/17	PGK	Meet with Mr. Duchniak regarding Oak Creek agreement.	275.00	0.50	137.50

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Client Ref: 027339 - 000001
Invoice No. 1196429

June 14, 2017
Page 2

Professional Services

Date		Services	Rate	Hours	Amount
05/04/17	PGK	Prepare for and meet with DNR on permitting; follow up with Mr. Baker; review meeting minutes and proposed agenda.	275.00	2.60	715.00
05/04/17	PGK	Revise order; send out for comment; update Mr. Motl on status.	275.00	0.50	137.50
05/05/17	RCY	Conference with Mr. Kent regarding eminent domain issues.	275.00	0.20	55.00
05/05/17	PGK	Review comments to water agreement.	275.00	0.20	55.00
05/05/17	PGK	Telephone call from Mr. Duchniak, Mr. Brown and Mr. Baker regarding follow up on WPDES discussion; telephone call from Ms. Spieles regarding easements, check status with Mr. Yde; respond to Ms. Spieles regarding easements.	275.00	1.50	412.50
05/07/17	RCY	Research regarding eminent domain procedure and memo re same.	275.00	1.00	275.00
05/08/17	PGK	Review and respond to emails on condemnation; forward to Ms. Spieles; telephone call to Ms. Spieles regarding same.	275.00	0.30	82.50
05/09/17	PGK	Review Raftalis comments; email Ms. Scholl regarding same.	275.00	0.30	82.50
05/09/17	PGK	Attend permit meeting via phone.	275.00	0.80	220.00
05/09/17	PGK	Review and respond to comments on consent order; review additional comments; make final revisions.	275.00	0.80	220.00

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June 14, 2017
Page 3

Professional Services

Date		Services	Rate	Hours	Amount
05/10/17	PGK	Review and incorporate comments from Mr. Duchniak into revised redline agreement.	275.00	0.60	165.00
05/10/17	PGK	Prepare final draft agreement; telephone call to Mr. Motl and Mr. Ross regarding follow up meeting.	275.00	0.30	82.50
05/11/17	PGK	Conference call to review Oak Creek agreement provisions; revise agreement and forward to Ms. Kobza.	275.00	1.30	357.50
05/11/17	PGK	Provide comments on meeting summary; telephone call from Ms. Spieles regarding easements.	275.00	0.50	137.50
05/11/17	PGK	Meet with DOJ regarding stipulation and schedule.	275.00	0.80	220.00
05/12/17	PGK	Telephone call to Mr. Duchniak and Mr. Running regarding meeting with DOJ.	275.00	0.30	82.50
05/12/17	PGK	Conference call with Ms. Spieles, Mr. Yde and Mr. Duchniak regarding easement issues; follow up with Mr. Yde regarding same.	275.00	0.90	247.50
05/12/17	RCY	Telephone conference with Mr. Duchniak and Ms. Spieles conference with Mr. Kent re condemnation issues; memo re condemnation issues.	275.00	0.80	220.00
05/15/17	VDW	Exchange emails with Mr. Duchniak and Ms. Scholl regarding next steps; exchange emails with Mr. Cardon regarding same.	200.00	0.10	20.00

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June 14, 2017
Page 4

Professional Services

Date		Services	Rate	Hours	Amount
05/15/17	PGK	Review draft memo from Mr. Brown on data; conference call with Mr. Brown and Mr. Baker regarding WPDES data memo and strategy.	275.00	1.70	467.50
05/16/17	VDW	Prepare for and attend telephone conference with Mr. Kent, Mr. Cardon, and Mr. McGarry regarding rate case; conference with Mr. Kent regarding same.	200.00	0.80	160.00
05/16/17	PGK	Review Milwaukee water purchase option; email Mr. Duchniak regarding analysis of same.	275.00	0.80	220.00
05/16/17	PGK	Review "version 2" of data memo; telephone call from Mr. Brown and Mr. Baker regarding WPDES data memo; review version 3 and comment on same.	275.00	0.80	220.00
05/16/17	PGK	Telephone call from Mr. Cardon (PSC) regarding audit memo and settlement; telephone call from Mr. Duchniak regarding same; draft response to Mr. Cardon.	275.00	1.70	467.50
05/17/17	PGK	Telephone call from Mr. Mott regarding comments on stipulation; update Mr. Duchniak.	275.00	0.50	137.50
05/17/17	PGK	Telephone call to Mr. Duchniak regarding response to PSC; review, revise and send response to Mr. Cardon.	275.00	0.40	110.00
05/23/17	VDW	Attend by phone Biweekly Level Permitting Meeting.	200.00	0.80	160.00

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June 14, 2017
Page 5

Professional Services

Date	Services	Rate	Hours	Amount
05/24/17	VDW Review summary of Bi-Weekly Level Permitting Meeting.	200.00	0.10	20.00
05/25/17	VDW Telephone conference with Mr. Cardon regarding PSC rate issue; email Mr. Duchniak, Ms. Scholl, and Mr. Kent regarding same.	200.00	0.30	60.00
05/28/17	PGK Review and respond to email on sustainability inquiry.	275.00	0.10	27.50
05/30/17	RCY Conference with Mr. Kent regarding public records issue.	275.00	0.50	137.50
05/30/17	PGK Telephone call from Mr. Running regarding open records request; review records exceptions; office meeting with Mr. Yde regarding same; telephone call to Mr. Running.	275.00	0.60	165.00

Summary of Services

		Rate	Hours	Amount
JSG	John S. Greene	275.00	0.50	137.50
PGK	Paul G. Kent	275.00	26.40	7,260.00
VDW	Vanessa D. Wishart	200.00	2.10	420.00
RCY	Richard C. Yde	275.00	2.50	687.50
Total for Services			31.50	\$8,505.00

Expenses

Date	Expenses	Amount
04/06/17	Court Reporter Fee - Mastercard - PGK	438.65
	Photocopying thru 05/31/17	2.50
Total Expenses		\$441.15

GLCWB 90% = 397.05
9280-200 10% = 44.10

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June 14, 2017
Page 6

Total for Services and Expenses

\$8,946.15

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49780

Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

June 14, 2017
Invoice No. 1196430

(GLEW0003)

COVER SHEET

For Legal Services Rendered through 05/31/17

CLIENT: 027339 - City of Waukesha
MATTER: 000003 - Professional Services

Current Services (see details) \$412.50

Current Expenses (see details) \$0.00

Total for Services and Expenses

\$412.50

Previous Balance

\$880.00

5/19 Pd 247.50 CK#40672 > Payments & Credits Since Last Bill

6/23 Pd 632.50 CK#40878

Amount Due

\$1,045.00

880.00

(~~880.00~~) (~~247.50~~)

412.50 OK
DS

PO 317007

~~9280.00~~

GLEW0003-10-SUB
DS
6/15/17

6/19/17

Legal Services for Future
Water Supply

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

June 14, 2017
Invoice No. 1196430
Client: 027339

Re: 000003 - Professional Services

Professional Services

Date		Services	Rate	Hours	Amount
05/02/17	PGK	Review hearing schedule and respond to press comments.	275.00	0.30	82.50
05/02/17	PGK	Review email on service area; follow up on phone call with Mr. Williams and Mr. Gary (DNR).	275.00	0.20	55.00
05/02/17	PGK	Telephone call with Mr. Williams (DNR) and Mr. Gary regarding service area.	275.00	0.20	55.00
05/03/17	PGK	Review and respond to inquiry on service area bill.	275.00	0.20	55.00
05/09/17	PGK	Review and comment on draft testimony.	275.00	0.30	82.50
05/12/17	PGK	Respond to Mr. McClenahan regarding <u>service area</u> .	275.00	0.10	27.50
05/24/17	PGK	Review and respond to email on Mason amendment.	275.00	0.20	55.00

Summary of Services

		Rate	Hours	Amount
PGK	Paul G. Kent	275.00	1.50	412.50
Total for Services			1.50	\$412.50

Total for Services and Expenses

\$412.50

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49720

Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

July 18, 2017
Invoice No. 1197268 GLLW0003

COVER SHEET

For Legal Services Rendered through 06/30/17

CLIENT: 027339 - City of Waukesha
MATTER: 000003 - Professional Services

Current Services (see details)

\$275.00

Current Expenses (see details)

\$0.00

Total for Services and Expenses

\$275.00

Previous Balance

\$1,045.00

Payments & Credits Since Last Bill

(\$632.50)

Amount Due

\$687.50

OK
DS
7/24/17

GLLW0003

PO 317007

Legal Services for FWS

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

July 18, 2017
Invoice No. 1197268
Client: 027339

Re: 000003 - Professional Services

Professional Services

Date	Services	Rate	Hours	Amount
06/05/17	PGK Review comment on service area bill from Mr. Edlund.	275.00	0.20	55.00
06/06/17	PGK Review email on Racine presentation and comments on legislation.	275.00	0.20	55.00
06/21/17	PGK Review and comment on proposed amendment to SB180.	275.00	0.40	110.00
06/30/17	PGK Review and respond to email on SB180.	275.00	0.20	55.00

Summary of Services

	Rate	Hours	Amount
PGK Paul G. Kent	275.00	1.00	275.00
Total for Services		1.00	\$275.00

Total for Services and Expenses \$275.00

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49720

Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

July 18, 2017
Invoice No. 11979156LCWOOD:

COVER SHEET

For Legal Services Rendered through 06/30/17

CLIENT: 027339 - City of Waukesha
MATTER: 000001 - Water Diversion Project

Current Services (see details)	\$8,816.50
Current Expenses (see details)	\$76.02
Total for Services and Expenses	<u>\$8,892.52</u>
Previous Balance	\$23,266.35
Payments & Credits Since Last Bill	(\$14,320.20)
Amount Due	<u>\$17,838.67</u>

4584.24 RF
3775.74 WS

GLCW0003- 8360.02

9280-200 - 532.50

PO 317007

Legal Services for FWS
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OK
DDB
7/28/17

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July 17, 2017

Invoice No. 1197915

Waukesha Water Utility
Attention: Dan Duchniak
General Manager
P.O. Box 1648
Waukesha, WI 53187-1648

CLIENT: City of Waukesha
OUR FILE NO.: 027339

Total Fees by Issue:

Great Lakes Water Diversion Issue	1.7	467.50 ✓
PSC Issue – Reimbursement of Costs	2.4	✓ 532.50 ✓
Oak Creek Agreement	4.6	786.50 ✓
Permits	21.2	5792.50 ✓
Radium Issue/Consent Decree	4.5	1237.50 ✓
Total Hours/Dollar Amount:	34.4	\$8,816.50

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

July 18, 2017
Invoice No. **1197915**
Client: 027339

Re: 000001 - Water Diversion Project

Professional Services

Date		Services	Rate	Hours	Amount
06/01/17	PGK	Review comments from Mr. Motl; forward to Mr. Duchniak and Mr. Running; telephone call to Mr. Motl regarding stipulation and cost of compliance; telephone call to Mr. Duchniak regarding status.	275.00	0.80	220.00
06/02/17	PGK	Review and forward Oak Creek comments.	275.00	0.20	55.00
06/02/17	PGK	Check on treatment plant cost issues with Ms. Zylestra and Mr. Duchniak.	275.00	0.20	55.00
06/06/17	VDW	Telephone conference with Mr. Cardon regarding rate case settlement and next steps.	200.00	0.30	60.00 9280
06/06/17	PGK	Telephone call to Mr. Motl regarding settlement numbers for interim treatment.	275.00	0.20	55.00
06/06/17	PGK	Participate in permitting conference call meeting.	275.00	1.40	385.00
06/07/17	PGK	Telephone call from Mr. Williams regarding alternative water sources; telephone call to Mr. Duchniak regarding same; review record for Oak Creek references; office meeting with Mr. Ureña regarding research of record.	275.00	1.10	302.50

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Client Ref: 027339 - 000001
Invoice No. 1197915

July 18, 2017
Page 2

Professional Services

Date		Services	Rate	Hours	Amount
06/08/17	CJU	Reviewed documents for reference to Oak Creek.	110.00	2.90	319.00
06/08/17	PGK	Telephone call to Ms. Spieles regarding contact with Mr. Callan on phosphorus report; send email to Mr. Callan regarding same.	275.00	0.50	137.50
06/12/17	PGK	Review phosphorus report.	275.00	0.80	220.00
06/12/17	PGK	Respond to email on media from Mr. Motl (DOJ); follow up with Mr. McClenahan.	275.00	0.40	110.00
06/12/17	PGK	Review record regarding Oak Creek; office meeting with Mr. Urefia regarding same; telephone call to Mr. Duchniak regarding follow up.	275.00	0.40	110.00
06/13/17	PGK	Review phosphorus report; participate in conference call with Mr. Brown and Mr. Baker regarding report.	275.00	1.00	275.00
06/14/17	VDW	Review draft PSC letter and spreadsheet summarizing costs.	200.00	0.70	140.00
06/14/17	PGK	Office meeting with Ms. Nyffeler regarding facilities plan.	275.00	0.30	82.50
06/14/17	PGK	Check on status of Cities Initiative and related matters.	275.00	0.20	55.00
06/15/17	PGK	Follow up with Mr. Callan on WPDES permit; review materials for meeting.	275.00	0.20	55.00

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Client Ref: 027339 - 000001
Invoice No. 1197915

July 18, 2017
Page 3

Professional Services

Date		Services	Rate	Hours	Amount
06/15/17	PGK	Telephone call from Mr. Motl regarding changes to order for amended judgment regarding radium; review same; forward with comments to client; review and respond to comments regarding same.	275.00	1.00	275.00
06/15/17	PGK	Monitor updates on compact appeal.	275.00	0.20	55.00
06/16/17	VDW	Telephone conference with Ms. Scholl regarding draft PSC letter.	200.00	0.10	20.00 9280
06/16/17	PGK	Meet with Waukesha water and wastewater and CH2M on return flow; office meeting with Mr. Duchniak regarding consent order; travel from Madison to Waukesha and return.	275.00	5.40	1,485.00
06/16/17	PGK	Telephone call to Mr. Motl regarding consent order; update Mr. Duchniak regarding same.	275.00	0.20	55.00
06/19/17	PGK	Review and forward final of DOJ consent order.	275.00	0.20	55.00
06/20/17	VDW	Exchange emails regarding draft PSC letter; telephone conference with Mr. Cardon regarding same.	200.00	0.20	40.00 9280
06/20/17	VDW	Attend by phone biweekly update.	200.00	0.50	100.00
06/20/17	PGK	Review final draft of PSC letter.	275.00	0.20	55.00 9280
06/20/17	PGK	Telephone call from Mr. Duchniak regarding wastewater billing issues.	275.00	0.30	82.50
06/20/17	PGK	Attend permitting meeting via phone.	275.00	0.50	137.50

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Client Ref: 027339 - 000001
Invoice No. 1197915

July 18, 2017
Page 4

Professional Services

Date		Services	Rate	Hours	Amount
06/20/17	PGK	Conference call regarding PR regarding consent order.	275.00	0.80	220.00
06/21/17	PGK	Review revised memo from Mr. Brown.	275.00	0.30	82.50
06/21/17	PGK	Telephone call to Mr. Running and Mr. Motl regarding logistics regarding settlement; telephone call to Mr. Duchniak regarding same; prepare for DNR meeting.	275.00	0.90	247.50
06/21/17	PGK	Telephone call from Mr. Mittag regarding floodplain zoning.	275.00	0.30	82.50
06/22/17	PGK	Prepare for and attend meeting at DNR on WPDES issues; discuss meeting afterward with client.	275.00	2.90	797.50
06/22/17	PGK	Prepare for and attend water commission meeting via phone.	275.00	0.80	220.00
06/23/17	PGK	Review phosphorus guidance; draft and send email on return flow issue.	275.00	1.60	440.00
06/23/17	PGK	Draft and send email on "well below" strategy; draft email regarding impact of Milwaukee on Council approval.	275.00	0.50	137.50
06/26/17	PGK	Exchange email regarding phosphorus determination and follow up meeting.	275.00	0.70	192.50
06/27/17	VDW	Review Utility response to revenue requirement letter from PSC.	200.00	0.10	20.00
06/27/17	PGK	Review letter on WEPA process; send response to group regarding same.	275.00	0.30	82.50

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Client Ref: 027339 - 000001
Invoice No. 1197915

July 18, 2017
Page 5

Professional Services

Date		Services	Rate	Hours	Amount
06/27/17	PGK	Participate in conference call with Mr. Baker and Mr. Brown regarding follow up on WPDES permit.	275.00	1.00	275.00
06/28/17	VDW	Review letter to PSC responding to revenue requirement; exchange emails regarding same; telephone conference with Mr. Kent regarding same.	200.00	0.30	60.00 9280
06/28/17	PGK	Review response to PSC decisions; telephone call to Ms. Wishart regarding same.	275.00	0.30	82.50 9280
06/26/17	PGK	Telephone call to Mr. Brown regarding WPDES meetings.	275.00	0.30	82.50
06/29/17	PGK	Telephone call to Ms. Zylstra regarding Well 10; review and revise letter to DNR; telephone call to Mr. Motl regarding PR and Well 10; revise DNR letter; update client regarding same.	275.00	0.80	220.00
06/29/17	PGK	Telephone call from Mr. Brown, Mr. Baker and Mr. Duchniak regarding WPDES meeting.	275.00	1.10	302.50
06/30/17	PGK	Telephone call from Mr. Mittag regarding EIS issues and meeting with DNR.	275.00	0.80	220.00
06/30/17	PGK	Review PSC inquiry on prior expenditures; respond to same.	275.00	0.20	55.00 9280

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Client Ref: 027339 - 000001
Invoice No. 1197915

July 18, 2017
Page 6

Summary of Services

		Rate	Hours	Amount
PGK	Paul G. Kent	275.00	29.30	8,057.50
CJU	Charles J Urena	110.00	2.90	319.00
VDW	Vanessa D. Wishart	200.00	2.20	440.00
Total for Services			34.40	\$8,816.50

Expenses

Date	Expenses	Amount
06/16/17	Mileage MSN to Waukesha - Meet w/ client regarding returning flow. - Paul G. Kent	70.62
06/22/17	Parking - Paul G. Kent	5.40
Total Expenses		\$76.02

Total for Services and Expenses

\$8,892.52

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49720

(IMP)

Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

August 9, 2017
Invoice No. 1198509

(GLEW0003)

COVER SHEET

For Legal Services Rendered through 07/31/17

CLIENT: 027339 - City of Waukesha
MATTER: 000001 - Water Diversion Project

Current Services (see details)

\$7,362.50

Current Expenses (see details)

\$70.62

3762.81 RF
2735.31 WS

Total for Services and Expenses

\$7,433.12

Previous Balance

\$17,838.67

Payments & Credits Since Last Bill

(\$8,946.15)

Amount Due

\$16,325.64

PO 317007

Legal services for

GLEW0003-10-SUB-6498.12 FWS

9280-200 = 935.00 PSC Review

7433.12

OK
D87
8/15/17

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August 9, 2017

Invoice No. 1198509

Waukesha Water Utility
Attention: Dan Duchniak
General Manager
P.O. Box 1648
Waukesha, WI 53187-1648

CLIENT: City of Waukesha
OUR FILE NO.: 027339

Total Fees by Issue:

Great Lakes Water Diversion Issue	1.5	390.00	
PSC Issue – Reimbursement of Costs	4.0	935.00	9280 - 200
Oak Creek Agreement	0.7	192.50	
Permits	16.4	4277.50	
Radium Issue/Consent Decree	<u>5.7</u>	<u>1567.50</u>	
Total Hours/Dollar Amount:	28.3	\$7,362.50	

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

August 9, 2017
Invoice No. 1198509
Client: 027339

Re: 000001 - Water Diversion Project

Professional Services

Date		Services	Rate	Hours	Amount
07/03/17	PGK	Review compact and permitting file; outline tasks for permitting.	275.00	1.00	275.00
07/05/17	VDW	Review letters from DNR and EPA regarding "well below" standard; review DNR and EPA guidance regarding same.	200.00	1.40	280.00
07/05/17	PGK	Conference call regarding follow up meeting on phosphorus limits with DNR; review "well below" letters; office meeting with Ms. Wishart regarding EPA guidance and July 2012 letter on phosphorus approval.	275.00	1.60	440.00
07/05/17	PGK	Conference call with Mr. Duchniak and Ms. Scholl regarding PSC request for existing expenditures.	275.00	0.40	110.00
07/06/17	VDW	Continue review of EPA phosphorus guidance regarding "well below" standard.	200.00	1.70	340.00
07/06/17	PGK	Telephone call from Mr. Duchniak regarding discussions with DNR on phosphorus; draft email regarding phosphorus and trading issues; follow up with Mr. Baker on phosphorus; respond to agenda for WEPA.	275.00	1.30	357.50

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Client Ref: 027339 - 000001
Invoice No. 1198509

August 9, 2017
Page 2

Professional Services

Date		Services	Rate	Hours	Amount
07/07/17	PGK	Follow up on phosphorus options; conference call on WEPA issues; follow up with Mr. DeSilva regarding phosphorus.	275.00	1.10	302.50
07/07/17	PGK	Coordinate on consent order approval; review and comment on consent order press release; telephone call to Mr. Motl regarding PR coordination; telephone call to Mr. McClenahan regarding same.	275.00	1.70	467.50
07/11/17	PGK	Review and comment on press release.	275.00	0.30	82.50
07/12/17	PGK	Provide notice for closed session.	275.00	0.20	55.00
07/13/17	PGK	Provide further comments on press release	275.00	0.30	82.50
07/13/17	PGK	Review and respond to <u>PSC</u> email.	275.00	0.10	27.50
07/14/17	VDW	Telephone conference with Mr. Cardon regarding open records request; email Mr. Duchniak regarding same.	200.00	0.30	60.00
07/14/17	PGK	Respond to email inquiry on consent order.	275.00	0.10	27.50
07/17/17	PGK	Exchange emails regarding <u>PSC</u> inquiry; review proposal response and follow up questions on docket.	275.00	0.60	165.00
07/17/17	PGK	Coordinate with Mr. Motl regarding Consent Order.	275.00	0.10	27.50

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Client Ref: 027339 - 000001
Invoice No. 1198509

August 9, 2017
Page 3

Professional Services

Date	Services	Rate	Hours	Amount
07/18/17 VDW	Review open records disclosure of settlement negotiations; email Mr. Kent regarding same; review emails subject to open records request; telephone conference with Mr. Cardon regarding same.	200.00	0.50	100.00
07/18/17 VDW	Review documents regarding <u>PSC</u> response.	200.00	0.40	80.00
07/18/17 PGK	Attend permit meeting; participate in conference call to prepare for next DNR meeting; participate in follow up conference call with Mr. Baker regarding WPDES meeting.	275.00	3.50	962.50
07/18/17 PGK	Prepare for and attend City Council meeting regarding radium order; travel from Madison to Waukesha and return.	275.00	2.60	715.00
07/19/17 PGK	Respond to inquiry for alternative water supply.	275.00	0.40	110.00
07/19/17 PGK	Prepare for and attend meeting at DNR regarding WPDES and return flow; discuss next steps following meeting.	275.00	3.50	962.50
07/19/17 PGK	Coordinate with Mr. Motl regarding amended order.	275.00	0.20	55.00
07/20/17 PGK	Respond to return flow question.	275.00	0.40	110.00
07/20/17 PGK	Meet with Mr. Motl regarding amended order.	275.00	0.20	55.00

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Client Ref: 027339 - 000001
Invoice No. 1198509

August 9, 2017
Page 4

Professional Services

Date	Services	Rate	Hours	Amount
07/21/17 VDW	Draft summary of <u>PSC</u> dockets; telephone conference with Ms. Scholl regarding same; conference with Mr. Kent regarding same.	200.00	0.80	160.00
07/21/17 PGK	Provide information to Ms. Spieles regarding Oak Creek in Council record.	275.00	0.30	82.50
07/21/17 PGK	Office meeting with Ms. Wishart regarding <u>PSC</u> dockets.	275.00	0.20	55.00
07/23/17 PGK	Review and comment on press release drafts for Cities Initiative; provide redline markup of press release.	275.00	0.60	165.00
07/23/17 PGK	Respond to <u>PSC</u> inquiry; revise draft comments.	275.00	0.50	137.50
07/24/17 PGK	Email Mr. Brown regarding return flow question.	275.00	0.30	82.50
07/25/17 VDW	Review submittal to <u>PSC</u> .	200.00	0.20	40.00
07/27/17 VDW	Review CUB motion to intervene and grant of motion; email Ms. Scholl regarding same.	200.00	0.30	60.00
07/27/17 PGK	Review comments on Oak Creek draft from Ms. Kobza; telephone call to Mr. Duchniak regarding same and meeting time.	275.00	0.40	110.00
07/27/17 PGK	Telephone call to Mr. Duchniak regarding permit comments from Mr. Williams; review and respond to permit emails.	275.00	0.40	110.00

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Client Ref: 027339 - 000001
Invoice No. 1198509

August 9, 2017
Page 5

Professional Services

Date	Services	Rate	Hours	Amount
07/28/17	PGK Forward Well 10 letter to Mr. Motl (DOJ); follow up with Ms. Zylstra.	275.00	0.20	55.00
07/31/17	PGK Telephone call to Mr. Duchniak regarding phosphorus issue.	275.00	0.20	55.00

Summary of Services

		Rate	Hours	Amount
PGK	Paul G. Kent	275.00	22.70	6,242.50
VDW	Vanessa D. Wishart	200.00	5.60	1,120.00
Total for Services			28.30	\$7,362.50

Expenses

Date	Expenses	Amount
07/18/17	Mileage MSN to Waukesha - Attend City Council Meeting - Paul G. Kent	70.62
Total Expenses		\$70.62

Total for Services and Expenses

\$7,433.12

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49780

Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

September 21, 2017
Invoice No. 1200282

(GLEW0003)

COVER SHEET

For Legal Services Rendered through 08/31/17

CLIENT: 027339 - City of Waukesha
MATTER: 000001 - Water Diversion Project

Current Services (see details)

\$8,315.00

Current Expenses (see details)

\$0.00

Total for Services and Expenses

\$8,315.00

Previous Balance

\$16,325.64

Payments & Credits Since Last Bill

~~(\$8,892.52)~~

Amount Due

\$15,748.12

PO 317007 + 317273

GLEW0003-10-SUB

Legal services for FWS.

5436.25 RF

2878.75 WS

OK
DSJ

9/22/17

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September 21, 2017

Invoice No. 1200282

Waukesha Water Utility
Attention: Dan Duchniak
General Manager
P.O. Box 1648
Waukesha, WI 53187-1648

CLIENT: City of Waukesha
OUR FILE NO.: 027339

Total Fees by Issue:

Great Lakes Water Diversion Issue	0.2	55.00	/
PSC Issue – Reimbursement of Costs	.0	0.00	9280-200
Oak Creek Agreement	9.2	2440.00	/
Permits	20.7	5655.00	/
Radium Issue/Consent Decree	.6	165.00	/
Total Hours/Dollar Amount:	30.7	\$8,315.00	

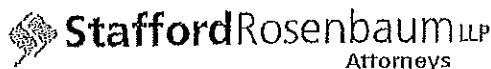
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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

September 21, 2017
Invoice No. 1200282
Client: 027339

Re: 000001 - Water Diversion Project

Professional Services

Date		Services	Rate	Hours	Amount
08/01/17	VDW	Review agenda; attend by phone biweekly meeting.	200.00	0.50	100.00
08/01/17	PGK	Exchange email on issues with Oak Creek contract.	275.00	0.20	55.00
08/02/17	PGK	Review settlement decision; meet with Mr. Duchniak regarding decision on settlement.	275.00	0.60	165.00
08/02/17	PGK	Coordinate on permit meeting.	275.00	0.30	82.50
08/03/17	PGK	Prepare for and attend meeting on Oak Creek contract; travel from Madison to Waukesha and return (travel time discounted).	275.00	4.80	1,320.00
08/07/17	PGK	Review and respond to email on Compact procedures.	275.00	0.20	55.00
08/07/17	PGK	Forward wholesale water agreements; review comments on Oak Creek draft agreement; prepare summary of issues.	275.00	0.70	192.50
08/09/17	PGK	Telephone call to Mr. Duchniak regarding Oak Creek summary issues list.	275.00	0.40	110.00
08/09/17	PGK	Participate in permit conference call.	275.00	1.40	385.00
08/11/17	PGK	Review Appendix C on operating procedures; email Mr. Richardson regarding same.	275.00	0.30	82.50

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Client Ref: 027339 - 000001
Invoice No. 1200282

September 21, 2017
Page 2

Professional Services

Date		Services	Rate	Hours	Amount
08/14/17	PGK	Review email from Mr. Brown regarding Water Quality Association; follow up with Ms. Lake.	275.00	0.30	82.50
08/15/17	PGK	Review comments from Mr. Drat regarding Oak Creek contract; review outline of presentation on wholesale water providers.	275.00	0.50	137.50
08/15/17	PGK	Telephone call to Mr. Baker regarding discussion on phosphorus with Ms. Gayan; review email from Mr. Brown regarding phosphorus; comment on graphs.	275.00	0.70	192.50
08/16/17	PGK	Review return flow means and charts.	275.00	1.20	330.00
08/16/17	PGK	Telephone call to Mr. Brown regarding questions on return flow memo; review and comment on return flow option.	275.00	0.70	192.50
08/16/17	PGK	Review and respond to memo on CAR; follow up with Ms. Stephens; telephone call to Ms. Lake regarding chloride issue.	275.00	0.70	192.50
08/16/17	PGK	Telephone call to Mr. Duchniak regarding Oak Creek comments and water supply outlet.	275.00	0.30	82.50
08/16/17	LS	Review DNR guidance regarding Clean Water Fund; review questions regarding budget provisions; draft responses regarding same.	200.00	1.20	240.00

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September 21, 2017
Page 3

Professional Services

Date		Services	Rate	Hours	Amount
08/17/17	PGK	Conference call with Mr. Duchniak; Mr. Drat regarding memo on contract terms; office meeting with Mr. Duchniak - regarding Milwaukee offer.	275.00	0.60	165.00
08/17/17	PGK	Travel from Madison to Waukesha and return; attend return flow meeting.	275.00	5.30	1,457.50
08/18/17	PGK	Follow up on CWF issues; telephone call to Mr. DeSilva regarding permit timeline.	275.00	0.70	192.50
08/21/17	PGK	Respond to email on phosphorus letter.	275.00	0.10	27.50
08/22/17	PGK	Review and respond to email on USGS contract.	275.00	0.20	55.00
08/24/17	PGK	Telephone call to Mr. Duchniak regarding contract negotiations and related issues.	275.00	0.50	137.50
08/25/17	PGK	Follow up on meeting and DNR organizational charts.	275.00	0.20	55.00
08/28/17	PGK	Participate in conference call on return flow.	275.00	1.30	357.50
08/29/17	PGK	Attend return flow planning session for DNR meeting.	275.00	1.40	385.00
08/30/17	PGK	Review agenda for DNR meeting; outline key issues on return flow.	275.00	0.50	137.50
08/31/17	PGK	Attend meeting on thermal issues; attend pre-meeting in phosphorus and return flow; attend meeting at DNR on WPDES permit issues.	275.00	4.90	1,347.50

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September 21, 2017
Page 4

		Summary of Services	Rate	Hours	Amount
PGK	Paul G. Kent		275.00	29.00	7,975.00
LS	Liz Stephens		200.00	1.20	240.00
VDW	Vanessa D. Wishart		200.00	0.50	100.00
Total for Services				30.70	\$8,315.00

Total for Services and Expenses

\$8,315.00

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

October 11, 2017
Invoice No. 1200644

(GLEW0003)

COVER SHEET

For Legal Services Rendered through 09/30/17

CLIENT: 027339 - City of Waukesha
MATTER: 000001 - Water Diversion Project

Current Services (see details)

\$9,115.00

Current Expenses (see details)

\$322.51

7267.50 RF
1382.501 MS

Total for Services and Expenses

\$9,437.51

Previous Balance

\$15,748.12

Payments & Credits Since Last Bill

(\$7,433.12)

Amount Due

\$17,752.51

PO 317297 Legal Services for

GLEW0003-10-SUB = \$8,650.01 - FWS

9280-200

= 787.50 Psc Renew

\$9,437.51

OK

DSN
10/13/17

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October 11, 2017

Invoice No. 1200644

Waukesha Water Utility
Attention: Dan Duchniak
General Manager
P.O. Box 1648
Waukesha, WI 53187-1648

CLIENT: City of Waukesha
OUR FILE NO.: 027339

Total Fees by Issue:

Great Lakes Water Diversion Issue	.0	0.00	
PSC	3.3	787.50	9280-200
Contracts	0.5	137.50	
Permits	30.6	8,190.00	
Total Hours/Dollar Amount:	34.4	\$9,115.00	

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

October 11, 2017
Invoice No. 1200644
Client: 027339

Re: 000001 - Water Diversion Project

Professional Services

Date		Services	Rate	Hours	Amount	
09/01/17	PGK	Participate in conference call on permit status.	275.00	1.20	330.00	✓
09/01/17	PGK	Provide comments on editorial regarding PSC charges.	275.00	0.60	165.00	✓ PSC
09/08/17	PGK	Telephone call to Mr. Mittag regarding wetlands and facilities plan; send email on WEPA statement.	275.00	0.70	192.50	✓
09/11/17	PGK	Review and forward River Crossing project issue to Ms. Stephens.	275.00	0.20	55.00	✓ PSC
09/13/17	PGK	Review and comment on emails regarding return flow; participate in conference call on return flow scenarios.	275.00	1.20	330.00	✓
09/14/17	PGK	Telephone call from Ms. Stephens regarding water contract issue.	275.00	0.30	82.50	✓ PSC
09/14/17	LS	Call with Mr. Walters regarding River Crossing projects; review EPA guidance regarding tied projects; review contract regarding same.	200.00	0.90	180.00	✓ PSC
09/15/17	RCY	Conference with Ms. Stephens regarding contract amendment.	275.00	0.40	110.00	✓ PSC
09/15/17	PGK	Office meeting with Ms. Stephens regarding water contract issue.	275.00	0.20	55.00	✓ PSC

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Client Ref: 027339 - 000001
Invoice No. 1200644

October 11, 2017
Page 2

Professional Services

Date		Services	Rate	Hours	Amount	
09/15/17	PGK	Review and respond to email on return flow; respond to Mr. Brown on permit issues; telephone call from Mr. Duchniak regarding return flow issues.	275.00	0.60	165.00	✓
09/15/17	LS	Research EPA compliance issues regarding project funding; draft update regarding same.	200.00	3.00	600.00	✓
09/17/17	PGK	Outline return flow memo.	275.00	1.50	412.50	✓
09/18/17	PGK	Meet with Mr. Baker regarding return flow issues; conference call with Mr. Duchniak and Mr. Brown regarding same; telephone call from Mr. Miltag regarding thermal and DO issues.	275.00	1.80	495.00	✓
09/18/17	LS	Email correspondence between wastewater treatment officials regarding tied projects; call with DNR regarding same; review guidance from EPA regarding analysis of the projects.	200.00	0.70	140.00	✓ psc
09/19/17	PGK	Conference call regarding chloride issues with Mr. Brown et al.; review comments on return flow analysis; telephone call from Mr. Williams regarding meeting and compact issues; revise short email to Council.	275.00	2.10	577.50	✓
09/20/17	PGK	Respond to inquiries regarding meeting with DNR; conference call on return flow with DNR.	275.00	0.60	165.00	✓

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Client Ref: 027339 - 000001
Invoice No. 1200644

October 11, 2017
Page 3

Professional Services

Date	Services	Rate	Hours	Amount
09/21/17 PGK	Outline key issues for discussion at DNR; meet with Mr. Williams and DNR staff regarding concept compliance issues; telephone call to Mr. Mittag regarding EIS and thermal issues; follow up with Mr. Duchniak, Mr. Bruce and Mr. Baker regarding DNR meeting.	275.00	3.30	907.50 ✓
09/21/17 PGK	Review transcripts of decision regarding return flow.	275.00	0.80	220.00 ✓
09/22/17 PGK	Telephone call from Mr. Freihoefer regarding email on issues; forward with note to client.	275.00	0.30	82.50 ✓
09/25/17 PGK	Review email on water contract; follow up with Mr. Duchniak regarding same and meeting on permit issues; telephone call to Mr. Freihoefer regarding email to Council.	275.00	0.40	110.00 ✓
09/25/17 PGK	Review email on return flow and respond to same.	275.00	0.30	82.50 ✓
09/26/17 PGK	Office meeting with Mr. Duchniak regarding contract with Milwaukee	275.00	0.40	110.00 ✓
09/26/17 PGK	Travel from Madison to Waukesha and return (travel time discounted); participate in weekly permit conference call; participate in follow up conference call on return flow issues; participate in conference call on thermal and chlorides; draft revised return flow memo.	275.00	6.80	1,870.00 ✓

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Client Ref: 027339 - 000001
Invoice No. 1200644

October 11, 2017
Page 4

Professional Services

Date	Services	Rate	Hours	Amount
09/27/17	PGK Review New Berlin contracts; telephone call to Mr. Duchniak regarding schedule.	275.00	0.10	27.50 ✓
09/27/17	PGK Review comments on return flow memo; review comments on outline to DNR on return flow; revise same; review and respond to additional comments; telephone call to Mr. Duchniak regarding service area issue.	275.00	1.60	440.00 ✓
09/28/17	PGK Review comments on return flow memo; revise same and send out for final comments; telephone call to Mr. Baker regarding additional rationale for memo to DNR; revise same; telephone call to Mr. Duchniak regarding final comments; attend meeting with DNR on return flow; telephone call to Mr. Duchniak and Mr. Baker regarding meeting with DNR.	275.00	3.60	990.00 ✓
09/29/17	PGK Review final Strand phosphorus report and comment on same; draft summary of discussion with the DNR and requested information to Mr. Brown, Mr. Baker and Mr. Duchniak.	275.00	0.80	220.00 ✓

Summary of Services

		Rate	Hours	Amount
PGK	Paul G. Kent	275.00	29.40	8,085.00
LS	Liz Stephens	200.00	4.60	920.00
RCY	Richard C. Yde	275.00	0.40	110.00
Total for Services			34.40	\$9,115.00

Expenses

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Client Ref: 027339 - 000001
Invoice No. 1200644

October 11, 2017
Page 5

Date	Expenses	Amount
08/03/17	Mileage MSN to Waukesha - Attend meeting on Oak Creek contract - Paul G. Kent	70.62
08/17/17	Mileage MSN to Waukesha - Attend meeting on return flow - Paul G. Kent	70.62
08/31/17	Business Meal(s) Lunch before DNR meeting - Mastercard - PGK	110.65
09/26/17	Mileage MSN to Waukesha - Attend meeting regarding permits - Paul G. Kent	70.62
Total Expenses		\$322.51

Total for Services and Expenses

\$9,437.51

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49780

Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

November 22, 2017
Invoice No. 1202577

(GLEW0003)

COVER SHEET

For Legal Services Rendered through 10/31/17

CLIENT: 027339 - City of Waukesha
MATTER: 000001 - Water Diversion Project

Current Services (see details)

\$23,600.00

Current Expenses (see details)

\$335.20

Total for Services and Expenses

\$23,935.26

Previous Balance

\$17,752.51

Payments & Credits Since Last Bill

(\$17,752.51)

Amount Due

\$23,935.26

P.O. 317320
GLEW0003-10-SUB
Legal Services for FWS

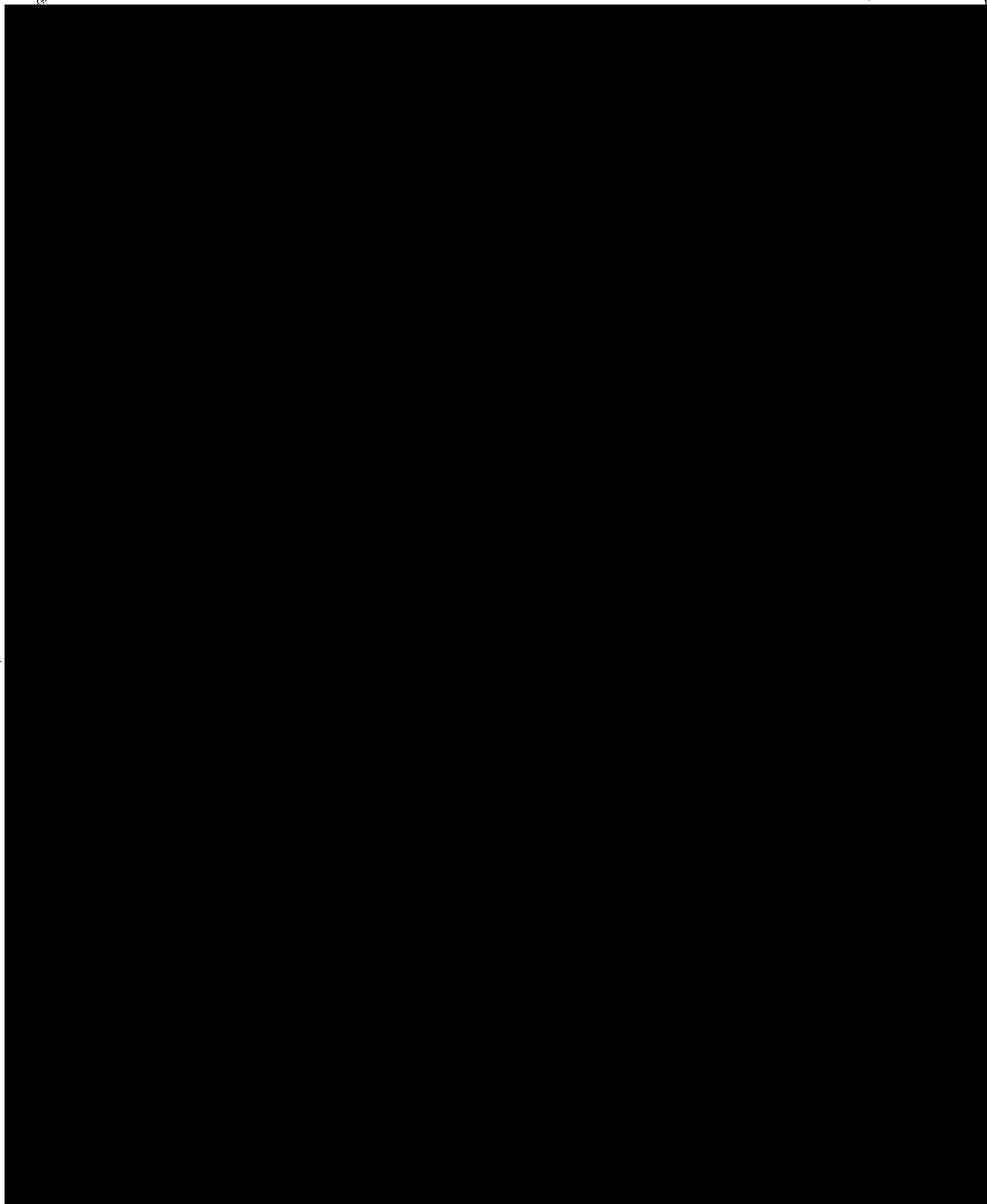
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11/27/17

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

November 22, 2017
Invoice No. 1202577
Client: 027339

Re: 000001 - Water Diversion Project

Professional Services

Date		Services	Rate	Hours	Amount
10/01/17	PGK	Review and respond to comments on return flow.	275.00	0.20	55.00
10/02/17	PGK	Review and respond to email on press regarding Milwaukee.	275.00	0.20	55.00
10/02/17	PGK	Attend discussion on thermal limit strategy.	275.00	1.00	275.00
10/02/17	PGK	Telephone call to Mr. Duchniak regarding City Council meeting; revise material for meeting with DNR.	275.00	0.70	192.50
10/03/17	PGK	Prepare for and meet with City Council in closed session on water contract; meet with Project team following; travel from Madison to Waukesha and return.	275.00	4.90	1,347.50
10/03/17	PGK	Prepare for meeting with DNR on return flow; telephone calls to Mr. Brown regarding same; revise documents for the DNR; attend meeting on return flow; office meeting with Mr. Duchniak regarding DNR meeting.	275.00	2.50	687.50
10/04/17	PGK	Review and respond to PSC filing in Oak Creek; telephone call to Mr. Duchniak regarding contract schedule and Oak Creek issue.	275.00	0.40	110.00

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Client Ref: 027339 - 000001
Invoice No. 1202577

November 22, 2017
Page 2

Professional Services

Date		Services	Rate	Hours	Amount
10/04/17	PGK	Review materials for conference call; participate in conference call on chlorides, thermal and return flow; telephone call to Mr. Brown regarding response on return flow question; telephone call from Ms. Spieles regarding permit issues; meet with Ms. Nyffeler regarding permit legal issues.	275.00	5.70	1,567.50
10/05/17	PGK	Conference call with Mr. Duchniak, Mayor et al regarding contract schedule; summarize status of contract issues and scheduling; review key Milwaukee terms.	275.00	2.40	660.00
10/05/17	PGK	Telephone call to Ms. Pfeiffer regarding return flow; follow up with Waukesha.	275.00	0.80	220.00
10/06/17	SBK	Review emails and documents regarding potential terms and conditions of contract; intraoffice conference.	275.00	0.90	247.50
10/06/17	CBH	Review documents; intraoffice conference with Mr. Kent.	275.00	0.50	137.50
10/06/17	PGK	Prepare for and participate in conference call on contract issues with Mr. Kleinmaier and Mr. Hughes.	275.00	1.20	330.00
10/06/17	PGK	Conference call on meeting with DNR legal in preparation for meeting on October 9; follow up email and telephone call to Mr. Brown regarding return flow; follow up with Ms. Pfeiffer regarding return flow.	275.00	1.30	357.50

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Client Ref: 027339 - 000001
Invoice No. 1202577

November 22, 2017
Page 3

Professional Services

Date		Services	Rate	Hours	Amount
10/09/17	SBK	Review agreements; review emails addressing terms and conditions of proposed agreement with Milwaukee; review Milwaukee water rules; prepare email to Waukesha officials.	275.00	1.50	412.50
10/09/17	PGK	Review and respond to email on New Berlin contract; telephone call from Mr. Kleinmaier regarding New Berlin contract and Initial issues.	275.00	0.80	220.00
10/10/17	SBK	Review draft agreement obtained from Mr. Duchniak; consider issues for agreement; participate in call with Waukesha officials.	275.00	3.70	1,017.50
10/10/17	PGK	Compile list for Mr. Kleinmaier and email on Milwaukee contract; follow up with Mr. Kleinmaier on draft; prepare for and attend internal contract meeting to prepare for meeting with Milwaukee; travel from Madison to Waukesha and return).	275.00	6.40	1,760.00
10/11/17	SBK	Work on agreement; intraoffice conference; review draft agreement obtained from Waukesha consultant.	275.00	1.70	467.50
10/11/17	PGK	Office meeting with Mr. Kleinmaier regarding contract draft; review revised schedule.	275.00	0.40	110.00
10/11/17	PGK	Telephone call from Ms. Pfeiffer regarding status of diversion permit issue.	275.00	0.30	82.50

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November 22, 2017
Page 4

Professional Services

Date		Services	Rate	Hours	Amount
10/12/17	PGK	Prepare for and attend pre-meeting on contract negotiations; attend contract negotiations; travel from Madison to Waukesha and return.	275.00	6.30	1,732.50
10/13/17	KWE	Legal research regarding applicability of Digger's Hotline statute and work on email summary to Mr. Kent regarding same.	200.00	1.60	320.00
10/13/17	PGK	Follow up on diggers hotline question.	275.00	0.20	55.00
10/14/17	VDW	Research regarding intergovernmental agreements.	200.00	2.40	480.00
10/14/17	PGK	Prepare redlined version of water contract.	275.00	2.20	605.00
10/16/17	SBK	Review emails and documents; intraoffice conference.	275.00	0.60	165.00
10/16/17	PGK	Telephone call to Mr. Kleinmaier regarding contract issues; follow up with Mr. Duchniak and Mr. Running regarding contract; review comments.	275.00	0.90	247.50
10/16/17	PGK	Telephone call from Mr. Stevens and Mr. Williams regarding compact counsel discussion on permits; telephone call to Mr. Duchniak regarding same.	275.00	0.80	220.00
10/17/17	SBK	Review updated agreement; participate in telephone conference regarding updates to agreement.	275.00	2.10	577.50

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November 22, 2017
Page 5

Professional Services

Date		Services	Rate	Hours	Amount
10/17/17	VDW	Continue research regarding intergovernmental agreements and holding out of service; draft email to Mr. Kent regarding same.	200.00	1.80	360.00
10/17/17	PGK	Review comments on draft; prepare for and participate in conference call on contract.	275.00	3.60	990.00
10/18/17	SBK	Review updated draft agreements; intraoffice conference; conference with Waukesha and Milwaukee officials.	275.00	2.30	632.50
10/18/17	PGK	Review and forward redline draft to Milwaukee; prepare for and attend meeting with City of Milwaukee Water Department on contract negotiations; discuss follow up steps; travel from Madison to Milwaukee and return.	275.00	5.90	1,622.50
10/19/17	PGK	Review and respond to service area issue.	275.00	0.30	82.50
10/20/17	PGK	Participate in conference call on permitting status.	275.00	1.10	302.50
10/23/17	SBK	Review draft agreement and related agreements; work on correspondence regarding additional terms and conditions for agreement; review Waukesha ordinances and Wisconsin Statutes regarding creation of utility and authority; telephone message to Mr. Duchniak; prepare email to Mr. Duchniak.	275.00	2.30	632.50

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November 22, 2017
Page 6

Professional Services

Date		Services	Rate	Hours	Amount
10/23/17	PGK	Review list of issues from Mr. Kleinmaier; review email on contracts; email Mr. Duchniak; telephone call from Mr. Duchniak regarding same.	275.00	0.40	110.00
10/24/17	PGK	Participate in conference call on status of contract negotiations; review email on Milwaukee issues; research on "holding out" and "duty to serve," prepare for meeting with Milwaukee; attend meeting and post meeting strategy session; travel from Madison to Milwaukee and return.	275.00	6.60	1,815.00
10/24/17	PGK	Participate in conference call on DNR permit status.	275.00	0.90	247.50
10/25/17	PGK	Telephone call to Mr. Duchniak regarding contract status and next steps.	275.00	0.30	82.50
10/26/17	PGK	Office meeting with Mr. Kleinmaier regarding contract issues.	275.00	0.30	82.50
10/26/17	PGK	Telephone call from Ms. Pfeiffer regarding council schedule	275.00	0.30	82.50
10/27/17	SBK	Research regarding utility creation; telephone conference with Mr. Duchniak and Ms. Scholl.	275.00	2.30	632.50
10/27/17	PGK	Review final proposal on service area; telephone call to Mr. Duchniak regarding same and schedule.	275.00	0.30	82.50
10/27/17	PGK	Coordinate with DNR on meeting regarding Council issue.	275.00	0.20	55.00

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November 22, 2017
Page 7

Professional Services

Date		Services	Rate	Hours	Amount
10/30/17	SBK	Review and prepare emails regarding return flow utility; review materials regarding utility.	275.00	0.30	82.50
10/30/17	PGK	Review draft Milwaukee contract; coordinate on meeting.	275.00	1.00	275.00
10/31/17	SBK	Work on return flow utility ordinance; review emails; prepare email to Mr. Duchniak and Ms. Scholl.	275.00	2.30	632.50
10/31/17	PGK	Office meeting with Mr. Kleinmaier regarding contract and utility issues.	275.00	0.30	82.50

Summary of Services

		Rate	Hours	Amount
KWE	Kyle W. Engelke	200.00	1.60	320.00
CBH	Christopher B. Hughes	275.00	0.50	137.50
PGK	Paul G. Kent	275.00	61.10	16,802.50
SBK	Bryan Kleinmaier	275.00	20.00	5,500.00
VDW	Vanessa D. Wishart	200.00	4.20	840.00
Total for Services			87.40	\$23,600.00

Expenses

Date	Expenses	Amount
10/12/17	Mileage MSN to Waukesha - Attend pre-meeting on contract negotiations with Milwaukee - Paul G. Kent	70.62
10/18/17	Mileage MSN to Milwaukee - Attend meeting with City of Milwaukee Water Department for contract negotiations - Paul G. Kent	83.46
10/18/17	Parking at meeting re: contract negotiations - Mastercard - PGK	13.00
10/20/17	Mileage from Madison to Waukesha & return (132 miles) for internal meeting to discuss water contract with Milwaukee on 10/10/17 - Paul G. Kent	70.62

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November 22, 2017
Page 8

Expenses

Date	Expenses	Amount
10/24/17	Mileage Attend meeting with Milwaukee to negotiation water contract (mileage for Madison to Milwaukee & return 156 miles) - Paul G. Kent	83.46
	Photocopying thru 10/31/17	14.10
Total Expenses		\$335.26
Total for Services and Expenses		\$23,935.26

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49720

Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

December 8, 2017
Invoice No. 1203368 (GLEW0003)

COVER SHEET

For Legal Services Rendered through 11/30/17

CLIENT: 027339 - City of Waukesha
MATTER: 000001 - Water Diversion Project

Current Services (see details)	\$20,155.00
Current Expenses (see details)	(\$1.00)

Total for Services and Expenses

\$20,154.00

Previous Balance

~~\$23,935.26~~

Payments & Credits Since Last Bill

~~\$0.00~~

Amount Due

~~\$44,089.26~~

Legal Services for FWS
PO: 317340
GLEW0003-10-SUB

1130.75 RF
13023.25 WS

OK
DS
12/11/17

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December 8, 2017

Invoice No. 1203368

Waukesha Water Utility
Attention: Dan Duchniak
General Manager
P.O. Box 1648
Waukesha, WI 53187-1648

CLIENT: City of Waukesha
OUR FILE NO.: 027339

12/13/17
Per Dan
all of this is
FWS
GLEW 0003

Total Fees by Issue:

Great Lakes Water Diversion Issue	5.6	1,540.00	
PSC	2.0	497.50	not part of PSC Review
Contracts	40.8	11,190.00	
Return Flow Utility	17.4	4,612.50	
Permits	8.5	2,315.00	
Total Hours/Dollar Amount:	74.3	\$20,155.00	

Madison Office

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Waukesha Water Utility
Attention: Dan Duchniak
P.O. Box 1648
Waukesha, WI 53187-1648

December 8, 2017
Invoice No. 1203368
Client: 027339

Re: 000001 - Water Diversion Project

Professional Services

Date		Services	Rate	Hours	Amount
11/01/17	SBK	Review draft agreement prepared by Milwaukee; telephone conference with Mr. Duchniak and Ms. Scholl; work on draft ordinance; review Waukesha ordinances; telephone conference with Mr. Duchniak; review emails; telephone conference regarding agreement with Milwaukee; review Wisconsin Statutes.	275.00	5.10	1,402.50 ✓
11/01/17	PGK	Conference call on Milwaukee water contract; office meeting with Mr. Kleinmaier regarding contract follow up; telephone call from Ms. Pfeiffer regarding new contract.	275.00	2.60	715.00 ✓
11/01/17	LS	Research the impact of the establishment of a fee-based return flow system on levy; draft memo regarding same.	200.00	2.30	460.00 ✓
11/02/17	SBK	Review draft ordinance and other materials in preparation for telephone conference; participate in telephone conference with City officials and City consultants.	275.00	2.10	577.50 ✓
11/02/17	PGK	Telephone call from Mr. Mittag regarding chlorides.	275.00	0.50	137.50 ✓
11/02/17	PGK	Conference call regarding return flow utility.	275.00	1.40	385.00 ✓

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Professional Services

Date		Services	Rate	Hours	Amount
11/03/17	SBK	Work on draft agreement; review and prepare emails; participate in telephone conference with Waukesha officials and consultants.	275.00	3.50	962.50 ✓
11/03/17	PGK	Coordinate with Mr. Kleinmaier on contract revisions.	275.00	0.20	55.00 ✓
11/04/17	PGK	Review and comment on return flow utility.	275.00	0.50	137.50 ✓
11/05/17	PGK	Review revised water contract.	275.00	0.70	192.50 ✓
11/06/17	SBK	Review updated agreement; review emails.	275.00	0.30	82.50 ✓
11/06/17	PGK	Conference call regarding Milwaukee contract; review final redline draft; forward with note to Mr. Miller.	275.00	1.40	385.00 ✓
11/07/17	SBK	Research Wisconsin Statutes; telephone conference with Mr. Lanser; intraoffice conference.	275.00	0.80	220.00 ✓
11/07/17	PGK	Office meeting with Mr. Kleinmaier regarding return flow.	275.00	0.20	55.00 ✓
11/07/17	PGK	Participate in permit conference call.	275.00	1.50	412.50 ✓
11/07/17	PGK	Prepare for and meet with DNR regarding Compact Council meeting.	275.00	1.90	522.50 ✓
11/08/17	SBK	Review emails.	275.00	0.10	27.50 ✓
11/08/17	PGK	Review and respond to email on contract negotiations.	275.00	0.20	55.00 ✓
11/09/17	SBK	Review emails; telephone conference with Ms. Scholl.	275.00	0.50	137.50 ✓

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Professional Services

Date		Services	Rate	Hours	Amount
11/09/17	PGK	Telephone call from Ms. Heilman regarding compact council discussion; telephone call to Mr. Duchniak et al. regarding same and strategy.	275.00	1.00	275.00 ✓
11/09/17	PGK	Follow up with Mr. Miller regarding contract negotiations.	275.00	0.20	55.00 ✓
11/10/17	PGK	Prepare for and participate in call on compact council strategy.	275.00	1.20	330.00 ✓
11/10/17	PGK	Review draft thermal report; telephone call to Mr. Mittag and Ms. Spieles regarding same.	275.00	1.90	522.50 ✓
11/10/17	PGK	Prepare for and participate in conference call on chlorides.	275.00	1.30	357.50 ✓
11/11/17	PGK	Review Milwaukee comments on contract.	275.00	0.60	165.00 ✓
11/13/17	SBK	Review Milwaukee's proposed changes to agreement; review emails; intraoffice conference.	275.00	0.90	247.50 ✓
11/13/17	PGK	Telephone call to Mr. Duchniak regarding pending matters.	275.00	0.40	110.00 ✓
11/13/17	PGK	Office meeting with Mr. Kleinmaier regarding contract review; telephone call to Mr. Duchniak and Ms. Spieles regarding contract issues; meet with Milwaukee for contract negotiations; travel from Madison to Milwaukee and return.	275.00	5.20	1,430.00 ✓

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Professional Services

Date		Services	Rate	Hours	Amount
11/14/17	SBK	Review email and document obtained from Ms. Scholl; prepare email to Ms. Scholl.	275.00	0.10	27.50 ✓
11/14/17	PGK	Telephone call from Ms. Heilman regarding status.	275.00	0.20	55.00 ✓
11/14/17	PGK	Revise contract language; exchange email with Ms. Sadlk; review intergovernmental agreement; review and forward revised drafts from City.	275.00	0.70	192.50 ✓
11/15/17	SBK	Work on contract language.	275.00	0.30	82.50 ✓
11/15/17	PGK	Review Milwaukee changes; review entire contract; telephone call to Ms. Spieles regarding technical changes; telephone call to Mr. Duchniak regarding changes; office meeting with Mr. Kleinmaler regarding PSC rules and insurance; prepare revised draft agreement sent to Mr. Miller; telephone call to Mr. Miller about changes; send update to Mr. Running; review IGA; propose alternative language; check with Mr. Duchniak regarding same; forward to Mr. Miller.	275.00	3.30	907.50 ✓
11/15/17	PGK	Telephone call from Ms. Spieles about permit and EIS.	275.00	0.40	110.00 ✓
11/16/17	SBK	Work on correspondence to Ms. Scholl regarding return flow utility; prepare email to Ms. Scholl and Mr. Duchniak; intraoffice conference; review emails and document obtained from Ms. Scholl.	275.00	4.80	1,320.00 ✓

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Professional Services

Date		Services	Rate	Hours	Amount
11/16/17	PGK	Attend Water Commission meeting via phone.	275.00	0.80	220.00 ✓
11/16/17	PGK	Follow up with Mr. Miller regarding exhibit B and comment on draft; prepare a one-page summary of contract for Commission; telephone call to Mr. Richardson and Ms. Spieles regarding master meter and exhibits; telephone call to Mr. Miller regarding water rules and contract issues; email examples on rules; review and forward latest draft to Waukesha; telephone call to Mr. Duchniak regarding contract changes and discussion with Milwaukee.	275.00	2.30	632.50 ✓
11/16/17	PGK	Review and comment on return flow utility opinion letter; office meeting with Mr. Kleinmaier regarding same.	275.00	1.20	330.00 ✓
11/17/17	PGK	Telephone call to Ms. Spieles and Mr. Richardson regarding technical issues on contract; review revised draft; forward to Mr. Miller with summary of remaining issues; telephone calls to Mr. Miller, Mr. Duchniak and Ms. Spieles on final draft of contract and sign off; forward to Mr. Running.	275.00	2.30	632.50 ✓
11/18/17	PGK	Draft letter to DNR regarding contract status.	275.00	0.90	247.50 ✓
11/18/17	PGK	Follow up with Mr. Running regarding contract status; review contract documents.	275.00	0.40	110.00 ✓

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Professional Services

Date		Services	Rate	Hours	Amount
11/20/17	PGK	Review letter to DNR; forward to Ms. Heilman.	275.00	0.30	82.50 ✓
11/21/17	SBK	Review email from Ms. Scholl; prepare email to Ms. Scholl, Mr. Duchniak, Ms. Zylstra, and Mr. Lanser.	275.00	0.40	110.00 ✓
11/21/17	PGK	Review email on Mr. Running's comments; monitor status of Milwaukee approval.	275.00	0.50	137.50 ✓
11/22/17	PGK	Review comments from Mr. Running; provide overview response to Mr. Duchniak and next steps; telephone calls to Mr. Duchniak; forward emails to Mr. Running from October regarding comments.	275.00	1.60	440.00 ✓
11/22/17	PGK	Review email from Mr. Lancer and Mr. Kleinmaier regarding return flow utility and respond to same.	275.00	0.50	137.50 ✓
11/23/17	PGK	Coordinate with Mr. Duchniak regarding conference call; follow up with Mr. Kleinmaier.	275.00	0.30	82.50 ✓
11/24/17	PGK	Conference call with Mr. Running, Mr. Duchniak, Ms. Spieles regarding contract comments; follow up with Mr. Duchniak on logistics and strategy; email Mr. Kleinmaier regarding same.	275.00	2.60	715.00 ✓
11/25/17	SBK	Review emails and proposed revisions to agreements obtained from Waukesha officials; review emails related to return flow utility; work on issues raised in emails and documents.	275.00	1.00	275.00 ✓

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Professional Services

Date		Services	Rate	Hours	Amount
11/25/17	PGK	Review email from Mr. Kleinmaier.	275.00	0.20	55.00 ✓
11/27/17	SBK	Review emails; review draft opinion letter; prepare email to Mr. Duchniak, Ms. Scholl, and Mr. Lanser; telephone conference with Mr. Duchniak.	275.00	0.80	220.00 ✓
11/27/17	VDW	Exchange emails regarding correspondence to DNR; revise correspondence.	200.00	0.30	60.00 ✓
11/27/17	PGK	Telephone call to Mr. Duchniak regarding contract; attempt telephone call to Mr. Running regarding same.	275.00	0.30	82.50 ✓
11/27/17	PGK	Participate in permit conference call.	275.00	0.80	220.00 ✓
11/27/17	PGK	Follow up on letter to Council.	275.00	0.80	220.00 ✓
11/28/17	SBK	Intraoffice conference; research utility issue; telephone conference with Mr. Duchniak, Ms. Scholl, Ms. Zylstra, Mr. Lanser, and Mr. Kent.	275.00	1.20	330.00 ✓
11/28/17	VDW	Review email and associated documentation regarding water utility advertising practices.	200.00	0.30	60.00 ✓
11/28/17	PGK	Coordinate with Ms. Wishart on letter to DNR on water source for compact council; review emails regarding vote.	275.00	0.30	82.50 ✓
11/28/17	PGK	Comment on phosphorus report; telephone call to Ms. Spieles regarding chlorides and phosphorus.	275.00	0.40	110.00 ✓

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Professional Services

Date		Services	Rate	Hours	Amount
11/28/17	PGK	Review proposal for PSC 12 submittal; telephone call to Mr. Duchniak and Mr. McClenahan regarding comments and next steps; coordinate with Ms. Wishart regarding same.	275.00	0.50	137.50 ✓
11/28/17	PGK	Participate in conference call on return flow utility.	275.00	0.50	137.50 ✓
11/29/17	VDW	Telephone conference regarding advertising issue.	200.00	0.40	80.00 ✓
11/29/17	PGK	Confirm council session; telephone call to Mr. Running regarding contract issues and next steps; review and forward Milwaukee contract revisions.	275.00	0.60	165.00 ✓
11/29/17	PGK	Telephone call from Ms. Mills (DNR) regarding letter to council; follow up with Mr. Duchniak regarding same; coordinate filing.	275.00	0.40	110.00 ✓
11/29/17	PGK	Telephone call from Ms. Spieles regarding phosphorus report; provide written comments to Mr. Brown regarding same.	275.00	0.90	247.50 ✓
11/29/17	PGK	Participate in conference call regarding PSC 12 submittal.	275.00	0.80	220.00 ✓
11/30/17	VDW	Research regarding holding out of wholesale water; email Mr. Kent regarding same.	200.00	0.40	80.00 ✓

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Date	Services	Rate	Hours	Amount
11/30/17	PGK Telephone call to Mr. Duchniak regarding follow up on contract; telephone call from Mr. Duchniak regarding meeting with council representation; review and comment on Milwaukee contract changes.	275.00	1.00	275.00

Summary of Services

		Rate	Hours	Amount
PGK	Paul G. Kent	275.00	48.70	13,392.50
SBK	Bryan Kleinmaier	275.00	21.90	6,022.50
LS	Liz Stephens	200.00	2.30	460.00
VDW	Vanessa D. Wishart	200.00	1.40	280.00
Total for Services			74.30	\$20,155.00

Expenses

Date	Expenses	Amount
10/23/17	Parking Adjustment of parking fee for Milwaukee Water Utility Meeting on 10/23/17 - Mastercard - PGK	-1.00
Total Expenses		(\$1.00)

Total for Services and Expenses

\$20,154.00

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